CHARTER

OF THE

Chicago, St. Paul & Fond du Lac

RAIL-ROAD COMPANY,

CONSOLIDATED FROM THE

ILLINOIS AND WISCONSIN R. R. COMPANY,

AND THE

ROCK RIVER VALLEY UNION R. R. COMPANY,

UNDER THE LAWS OF THE STATES OF

ILLINOIS AND WISCONSIN.

CHICAGO
HISTORICAL
SOCIETY

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CHARTER, &c.

INTERNAL IMPROVEMENT LAW.

Land required for road, canal, &c., to be appraised by commissioners.

SECTION 1. In all cases were a public road, canal or other public work shall have been heretofore authorized, or which shall hereafter be authorized by law to be laid out or constructed in this state, either by the authority of the United States or this state, and the same is required to pass over the land belonging to any company, corporation or individual, and the owner or owners shall object thereto, and cannot agree with the commissioner, superintendent or other person or persons authorized to lay or construct the same, on the amount of damages which such owner or owners may claim, it shall be lawful for such commissioner, superintendent or other authorized person or persons to apply to some justice of the peace of the county where the same may occur, who shall cause three householders to appear before him; and the householders so summoned, after being sworn, faithfully and impartially to examine the ground which shall be pointed out to them by the commissioner, superintendent or other authorized person or persons, shall assess the damages which they shall believe such owner or owners shall sustain, over and above the additional value which such land will derive from the construction of such road, canal or other public work, and make two written reports, signed by at least a majority of them, one of which they shall deliver to the commissioner, superintendent or other persons requesting the view, and the other to the justice of the peace; after which, it shall be lawful for the road, canal or other public work to pass over the land of such company, corporation, individual

Their report.

or persons, doing as little damage as the nature of the case will permit: *Provided*, That the amount of the damages so assessed, and the costs of the view be first paid, either to the claimant or claimants, or to the justice of the peace to whom the application and return shall have been made.

Damages to be paid before land is taken.

Damages, when payable out of state treasury.

SEC. 2. If the damages assessed are authorized by law to be paid out of the treasury, it shall be the duty of the commissioner, superintendent or other authorized person or persons having charge of such work, to transmit to the auditor of public accounts a copy of the assessment made by the householders, together with a statement of the costs of the view; and it shall be the duty of the auditor to issue his warrant upon the treasury for the payment of the amount.

When out of county treasury.

And if the damages are authorized to be paid out of the county treasury, the person or persons having charge of such work shall transmit to the county commissioners' court a copy of the assessment made by the householders, with a statement of the costs of the view, and if approved by the court, they shall order the same to be paid out of the county treasury: *Provided, however*, In all cases arising under the provisions of this chapter, the costs of the view of the householders shall be paid by the applicant requesting the same: *Provided, also*, That nothing in this chapter, or in the several chapters relating to state roads, shall be so construed as to authorize the payment of any such damages out of the state treasury; and in no case shall any money be paid out of the state treasury for any damages as aforesaid, without a special provision of law for such purpose.

Materials, when wanted for public works, how valued, paid for, and taken.

SEC. 3. Whenever it shall be deemed necessary, for the construction of any road, canal or other public work, to procure from the land of any company, corporation or individual, timber, stone or sand, and such company, corporation or individual shall object thereto, and in case the person authorized to construct such work shall not agree with the owner of the land on the price, it shall be lawful for such person authorized to construct such work to apply to a justice of the peace of the county, who shall cause three householders of the neighborhood to be summoned and sworn, as provided in the first section of this chapter; and it shall be

the duty of the three householders to go on the ground and assess the damages which they shall believe the owner will sustain, and make two written reports thereof, signed by at least a majority of them, stating the quantity and description of the articles and value thereof, and give one copy thereof to the applicant for the view, and the other they shall return to the justice of the peace; after which assessment and report, and payment of the amount to the claimant or justice, with the costs of view, it shall be lawful to take the materials so required from the land of the owner, doing as little damage as possible to the owner of the land.

Appeals may be taken from proceedings.

SEC. 4. In all cases arising under the provisions of this chapter, if the householders shall report it to be their opinion that no damages would be sustained by the owner of the land for the passage of any such road, canal or other public work, over and above the advantages which such land would derive from its construction, nothing more shall be paid than the costs of the view; and in all cases arising under this chapter, either party may appeal to the circuit court of the county, within the same time and under the same rules and regulations as are or shall be prescribed by law for taking appeals from the judgments of justices of the peace; and the circuit court shall proceed upon such appeal as in other cases of appeals from the judgment of justices of the peace, and render such judgment therein as shall be consistent with law and justice.

Pulling down fence, &c., placed to protect road.

SEC. 5. Any person who shall remove or pull down any part of any fence, barricade or wooden structure, placed across any public road or other public work for the purpose of preventing travel thereon, whilst the same shall be constructing or undergoing repairs under the authority of this state or of the United States, and thereby the grading, embanking, paving or other work shall be injured or subjected thereto, shall pay to the undertaker of the work five dollars for each offence, recoverable, with costs, before any justice of the peace of the county: *Provided, however*, That no such penalty shall be recoverable unless it shall be made to appear that the undertaker of the work shall have caused a written or printed notice to all persons, to be affixed in a

Penalty.

conspicuous place at such fence, barricade or wooden structure, forbidding the same to be removed or pulled down, or travel on the grading, paving, embankment or other work:

Proviso as to the United States' mail.

Provided, also, That if the said works be on any road where the United States' mail shall at the time be carried, the aforesaid penalty shall not be recoverable against the carrier, should he deem it necessary to expedite him in the passage of the mail.

Appeals allowed from assessments of damages by opening lanes, alleys, streets, &c., as from decisions of justices of the peace.

SEC. 6. In all cases where a jury of freeholders or other citizens are or may be appointed, under the authority of any town or city in this state, to inquire into and take into consideration the benefits as well as the injury which may accrue, and estimate and assess the damages which would be sustained, by reason of the opening, extending or widening of any street, lane, alley or road, the owner or owners of any real estate proposed to be taken for the purpose aforesaid, or any person aggrieved by the apportionment and assessment for the purpose of making payment to the person or persons whose property shall be taken for said purpose, may appeal to the circuit court of the county within the same time and under the same regulations and rules as are or shall be provided by law for taking appeals from the judgment of justices of the peace; and the circuit court shall proceed upon such appeal as in other cases of appeals from the judgment of justices of the peace, and render such judgment therein as shall be consistent with law and justice.

Approved March 3, 1845.

AN ACT

TO PROVIDE FOR A GENERAL SYSTEM OF RAIL-ROAD INCORPORATIONS.

Corporation, how formed.

SEC. 1. *Be it enacted by the people of the State of Illinois, represented in the General Assembly*, That any number of persons, not less than twenty-five, being subscribers to the

stock of any contemplated rail-road, may be formed into a corporation for the purpose of constructing, owning and maintaining such rail-road by complying with the following requirements: When stock to the amount of at least one thousand dollars for every mile of said road, so intended to be built, shall be in good faith subscribed, and ten per cent. paid thereon as herein required, then the said subscribers may elect directors for the said company; thereupon they shall severally subscribe articles of association, in which shall be set forth the name of the corporation; the number of years the same is to continue, which shall not exceed fifty years; the amount of the capital stock of the company, which shall be the actual cost of constructing the road, together with the cost for the right of way, motive power, and every other appurtenance for the completion and running of said road, as nearly as can be estimated by competent engineers; the number of shares of which said stock shall consist; the number of directors, and their names, to manage the concerns of the company, who shall not be one-half in the number of the stockholders, and shall hold their offices until others are elected; the place from and to which the proposed road is to be constructed, and each county into or through which it is intended to pass, and its length, as near as may be, and the names of five commissioners to open books of subscription to the stock. Each subscriber to such article of association shall subscribe thereto his name, place of residence, and the number of shares of stock taken by him in such company. The said articles of association may, on complying with the next section, be filed in the office of secretary of state, and thereupon the persons who have subscribed, and all persons who shall from time to time become stockholders in such company, shall be a body corporate, by the name specified in such articles.

Directors.

Articles of association.

Articles to be filed.

SEC. 2. Such articles of association shall not be filed in the office of the secretary of state until ten per cent. on the amount of the stock subscribed thereto shall have been actually and in good faith paid, in cash, to the directors named in such articles, nor until there is endorsed thereon, or annexed thereto, an affidavit, made by at least three of

the directors named in such articles, that the amount of stock required by the first section has been subscribed, and that ten per cent. on the amount has actually been paid in.

Articles to be evidence.

SEC. 3. A copy of any articles of association filed in pursuance of this act, with a copy of the affidavit aforesaid endorsed thereon, or annexed thereto, and certified to be a copy by the secretary of this state, or his deputy, shall, in all courts and places, be presumptive evidence of the incorporation of such company, and the facts therein stated.

Certificate, its effect.

SEC. 4. When the certificate shall have been filed as aforesaid, the persons who shall have signed and acknowledged the same, and their successors, shall be a body politic and corporate, by the name stated in such certificate, and shall be capable of suing and being sued, and may have a common seal, and may make and alter the same at pleasure, and be capable in law of purchasing, holding and conveying any real estate and personal property whatever, necessary for the construction of such road, and for the erection of all necessary buildings, yards and appurtenances for the use of the same.

Books to be opened.

SEC. 5. The commissioners for opening books of subscription, named in the act of incorporation, shall, from time to time, after the company shall be incorporated, open books of subscription to the capital stock of the company, in such places, and after giving such notice as a majority of them shall direct; which books of subscription shall be kept open until all the capital shall be subscribed, if the corporation shall so long exist; and in case a greater amount of stock shall be subscribed than the whole capital of said company, the commissioners shall distribute such capital stock as equally as possible among the subscribers; but no share thereof shall be divided in making such distribution; nor shall a greater number of shares be allotted to any subscriber than such subscriber shall have subscribed for.

Directors to be chosen.

SEC. 6. As soon as practicable after such capital stock shall have been subscribed and distributed as aforesaid, the commissioners to receive subscriptions thereto shall appoint a time and place for the meeting of the stockholders to choose directors; such meeting to be held in one of the counties in

or through which such rail-road is proposed to be constructed, and notice thereof shall be given by said commissioners, by public notice, to be published, not less than twenty days previous thereto, in the state paper, and a newspaper published in each county through which the said road shall be intended to run, in which a newspaper shall be published. Thirteen directors shall be chosen at such meeting, by ballot, and by a majority of the votes of the stockholders, being present in person or by proxy, and every such stockholder, being so present at such election, or at any subsequent election of directors, shall be entitled to give one vote for every share of stock which he shall have owned for the thirty days next preceding such election; but no stockholder shall vote at any such election upon any stock, except such as he shall have owned for such thirty days. No person shall be a director unless he shall be a stockholder, owning stock absolutely and in his own right, and qualified to vote for directors at the election at which he shall be chosen; and at least seven of the directors shall, at the time of their election, be residents of the counties in or through which the route of such rail-road shall run. The directors shall be directors for one year, and until others are elected in their places.

Qualification of voters.

Duty of commissioners.

Sec. 7. The commissioners named in the last preceding section shall be inspectors of the first election of directors, shall openly count the votes and declare the result, and shall, within ten days thereafter, file a certificate thereof, subscribed by them, or a majority of them, in the office of the secretary of state, and in the office of the clerk of each county, or with the clerk of the county commissioners' court (as the case may be) of each county in or through which such rail-road shall be proposed to be constructed, and shall also deliver to the treasurer of such company all moneys [received] by such commissioners on subscriptions to such capital stock, and all books and papers in their possession relative to such subscriptions. All subsequent elections shall be held at such time and place in one of these counties through which such rail-road shall pass, as shall be directed by the by-laws of the company.

Meeting of stockholders.

SEC. 8. A general meeting of the stockholders of any corporation formed under this act shall be holden annually, at the time and place appointed for the election of directors, and a meeting may be called at any time during the interval between such annual meetings, by the directors or by the stockholders owning not less than one-fourth of the stock, by giving thirty days' public notice of the time and place of the meeting, in the state paper, and a newspaper published in each county through which the said road shall be run or be intended to run, in which a newspaper shall be published; and when any such meeting is called by the stockholders, the particular object of such call shall be stated; and if at any such meeting thus called, a majority in value of the stockholders are not represented in person or by proxy, such meeting shall be adjourned from day to day, not exceeding three days, without transacting any business, and if, within said three days, stockholders having a majority of the stock do not attend such meeting, then the said meeting shall be dissolved.

Meetings may adjourn

Duty of president and directors.

SEC. 9. At the regular annual meeting of the stockholders of any corporation, it shall be the duty of the president and directors in office for the preceding year to exhibit a clear and distinct statement of the affairs of the said company; and at any meeting of the stockholders a majority of those present in person or by proxy may require similar statements from the directors, whose duty it shall be to furnish them when thus required; and at all general meetings of the stockholders a majority in value of the stockholders in said company may fix the rate of interest which shall be paid by the company for loans for the construction of said road and its appendages, may remove any president or any director of said company and elect others in their stead: *Provided*, Notice of such intended removal has been given, as required by the last preceding section.

Proviso.

Failure.

SEC. 10. In case it shall happen at any time that an election of directors shall not be made on the day designated by the by-laws of the company, when it ought to have been made, the company, for that reason, shall not be dissolved, if within ninety days thereafter they shall hold an election for

directors, in such manner as shall be provided by the by-laws of the company. There shall be a president of the company, who shall be chosen by and from the directors, and also such subordinate officers as the company, by its by-laws, may designate, who may be elected or appointed, and required to give such security for the faithful performance of the duties of their office as the company, by its by-laws, may require. President.

Sec. 11. It shall be lawful for the directors to call in and demand from the stockholders respectively, all sums of money by them subscribed, at such time and in such payments or instalments as the directors shall deem proper, under the penalty of forfeiting the shares of stock subscribed for, and all previous payments made thereon, if payments shall not be made by the stockholders within sixty days after personal demand, or notice requiring such payment shall have been made in each county through which said road shall be laid out, in which a newspaper shall be published. Forfeiture.

Sec. 12. The directors of such company shall have power to make by-laws for the management and disposition of stock, property and business affairs of such company, not inconsistent with the laws of this state, and prescribing the duties of officers, artificers and servants that may be employed, for the appointment of all officers for carrying on all the business within the object and purposes of such company. By-Laws.

Sec. 13. The stock of such company shall be deemed personal estate, and shall be transferable in the manner prescribed by the by-laws of the company; but no shares shall be transferable till all previous calls thereon shall have been fully paid in, or the said shares shall have been forfeited for the non-payment of calls thereon; and it shall not be lawful for such company to use any of their funds in the purchase of any stock in their own or in any other corporation. Stock deemed personal estate.

Sec. 14. All the stockholders of any such company that shall be hereafter incorporated under this act, shall be severally individually liable to the creditors of such company to an amount equal to the amount of stock held by them respectively, for all debts and contracts made by such company, until the whole amount of capital stock fixed and limited by the company in manner aforesaid shall have been paid in, Stockholders responsible.

and a certificate thereof shall have been made and recorded, as prescribed in the following section; and shall be jointly and severally liable for all debts that may be due and owing to all their laborers, servants and apprentices, for services performed for such corporation, but not be liable to an action therefor before an execution shall be returned satisfied in whole or in part against the corporation, and then the amount due on said execution shall be the amount recoverable, with costs against said stockholders.

Certificate to be made.

SEC. 15. The president and a majority of the directors, within thirty days after the payment of the last instalment of the capital stock, so fixed and limited by the company, shall make a certificate, stating the amount of the capital stock so fixed and paid in; which certificate shall be signed by the president and a majority of the directors, and sworn to by the president and secretary, and they shall, within the said thirty days, file and record the same in the office of the secretary of state.

Liability of directors.

SEC. 16. If the directors of any such company shall declare and pay any dividend when the company is insolvent, or any dividend the payment of which would render it insolvent, they shall be jointly and severally liable for all the debts of the company then existing, and for all that shall thereafter be contracted, so long as they shall respectively remain in office: *Provided*, That if any of the directors shall be absent at the time of making the dividend, or shall object thereto, and shall, within thirty days thereafter, or after his return, if absent, file a certificate or their absence or objection with the clerk of the company, and with the clerk of the county, or with the clerk of the county commissioners' court of the county in which the principal office of said company is located, they shall be exempt from the said liability.

Officers liable.

SEC. 17. If any certificate or report made or public notice given by the officers of any such company, in pursuance of the provisions of this act, shall be false in any material representation, all the officers who shall have signed the same shall be jointly and severally liable for all the debts of the company contracted while they are stockholders or officers thereof.

Persons exempt.

SEC. 18. No person holding stock in any such company, as executor, administrator, guardian or trustee, and no person holding such stock as collateral security, shall be personally subject to any liability as stockholders of such company; but the person pledging the stock shall be considered as holding the same, and shall be liable as a stockholder accordingly, and the estates and funds in the hands of such executor, administrator, guardian or trustee, shall be liable in like manner and to the same extent as the testator or intestate, or the ward or persons interested in such trust fund would have been if he had been living and competent to act, and held the same stock in his own name.

Stock represented.

SEC. 19. Every such administrator, executor, guardian or trustee shall represent the shares of stock in his hands at all meetings of the company, and may vote accordingly as a stockholder.

Map and profile.

SEC. 20. Every such company, before proceeding to construct a part of their road through any county named in their certificate of association, shall make a map and profile of the route intended to be adopted by such company; which shall be certified by a majority of the directors and filed in the office of the county clerk of such county, or with the clerk of the county commissioners' court of such county, for the inspection and examination of all parties interested therein.

General and special powers.

SEC. 21. Every such corporation shall possess the general powers and be subject to the general liabilities and restrictions expressed in the general special powers following, that is to say:

1. To cause such examination and surveys for the proposed rail-road to be made as may be necessary to the selection of the most advantageous route for the rail-road, and for such purpose, by their officers, agents and servants, to enter upon lands or waters of any person, but subject to responsibility for all damages which they shall do thereto.

2. To receive, hold and take such voluntary grants and donations of real estate and other property as shall be made to it, to aid in the construction, maintenance and accommodation of such rail-road; but the real estate thus received by

voluntary grants shall be held and used for the purposes of such grants only.

3. To purchase, and by voluntary grants and donations receive and take, and by its officers, engineers and surveyors and agents enter upon and take possession of, and hold and use all such lands and real estate and other property as may be necessary for the construction and maintenance of its rail-road and stations, depots and other accommodations necessary to accomplish the object for which the corporation is created; but not until the compensation to be made therefor, as agreed upon by the parties, or ascertained as hereinafter prescribed, be paid to the owner or owners thereof, or deposited as hereinafter directed, unless the consent of such owner be given to enter into possession.

4. To lay out its road, not exceeding six rods wide, and to construct the same, and for the purposes of cuttings, embankments, and procuring stone and gravel, may take as much more land within the limits of its charter, in the manner provided hereinafter, as may be necessary for the proper construction and security of the road.

5. To construct their road upon or across any stream of water, water-course, road, highway, rail-road or canal, which the route of its road shall intersect; but the corporation shall restore the stream or water-course, road or highway thus intersected to its former state, or in a sufficient manner not to have impaired its usefulness.

6. To cross, intersect, join and unite its rail-road with any other rail-road before constructed, at any point on its route, and upon the grounds of such other rail-road company, with the necessary turn-outs, sidings, and switches and other conveniences, in furtherance of the objects of its connections; and every company whose rail-road is or shall be hereafter intersected by any new rail-road, shall unite with the owners of such new rail-road in forming such intersections and connections, and grant the facilities aforesaid; and if the two corporations cannot agree upon the amount of compensation to be made therefor, or the points or manner of such crossings and connections, the same shall be ascertained and de-

termined by commissioners to be appointed by the court, as is provided hereinafter in respect to the taking of lands.

7. To purchase lands or take them may change the line of its road whenever a majority of the directors shall so determine, as is hereinafter provided, but no such change shall vary the original route of such road to exceed one mile laterally.

8. To take, transport, carry and convey persons and property on their rail-road, by the force and power of steam, of animals or any mechanical powers, or by any combinations of them, and receive tolls or compensation therefor.

9. To erect and maintain all necessary and convenient buildings, stations, depots, and fixtures and machinery for the accommodation and use of their passengers, freight and business, and obtain and hold the lands necessary therefor.

10. To regulate the time and manner in which passengers and property shall be transported, and the tolls and compensation to be paid therefor; but such compensation for any passenger and his ordinary baggage shall not exceed three cents a mile, unless by special act of the legislature, and shall be subject to alteration as hereinafter provided.

11. To borrow money, to be applied to the construction of their rail-road and fixtures, and purchase of engines and cars, at such rates of interest as is hereinafter provided.

To petition legislature.

SEC. 22. Any number of persons, not less than thirteen, intending to organize a corporation under the provisions of this act, and every company that may hereafter organize under this act, may present a petition to the legislature, stating the place from and to which they propose to construct their road, and its location and route, with reasonable certainty, or that they intended to run the said road on the most direct and eligible route between the points of terminus, and praying the legislature to determine whether the construction of the said proposed road will be of sufficient public use to justify the taking of private property for the construction of the same. And if the legislature shall determine and decide by law that such proposed road will be of sufficient public utility to justify the taking of private property for constructing and maintaining said road, under the provisions of this

act, then such company, when organized, may enter upon, take possession of and use all such lands, real estate, as may be required for the construction and maintenance of their rail-road, and the convenient accommodations appertaining to the same; making compensation, in the manner hereinafter provided, for all lands, real estate, thus taken possession of and used, except such as may be voluntarily given to or purchased at an agreed price by the said corporation. Whenever the said corporation shall not have acquired by gift or purchase any land, real estate, so required as aforesaid, or which may be affected by any operation connected by such construction and maintenance, the said corporation may present to the circuit court of the district where said lands or real estate shall lie, a petition, signed by its attorney or agent, describing with convenient accuracy and certainty, by map or otherwise, the lands or real estate so required to be taken or affected as aforesaid, setting forth the name and residence of each owner or other person interested therein as owner, lessee, incumbrancer, as far as known to such attorney or agent, or appearing of record, and praying the appointment of commissioners to ascertain the compensation to be made to such owners and persons interested, for the taking or injuriously affecting such land or real estate as aforesaid. The court shall have satisfactory evidence that notice of an intended application, and the time and place thereof, for the appointment of commissioners of appraisement between said corporation and the owners and persons interested in such lands and real estate had been given at least ten days previously, to such owners personally, or to some person of suitable age, at their residence, or on the premises, or by the publication thereof in a newspaper printed in the county in which such lands or real estate may lie. Such publication to be allowed only in respect to owners who shall appear by affidavit to have no residence in the county, known to such agent or attorney, whereat such notice could be delivered as aforesaid. The court may adjourn the proceedings from time to time; shall direct any future notice thereof to be given that may seem proper; shall have proofs and allegations of all parties interested, touching the regu-

Application to circuit court for commissioners to be appointed.

Ten days' notice.

Notice to non-residents given in newspaper.

larity of the proceedings; and shall, by an entry in its minutes, appoint five competent and disinterested persons commissioners to ascertain such compensation as aforesaid, specifying in such entry a time and place for the first meeting of such commissioners. The said commissioners, before entering upon the duties of their office, shall take the oath required by the laws and constitution of this state, and any one of them may administer oaths to witnesses produced before them, and may adjourn, and may hold meetings for that purpose. Whenever they shall meet to hear proofs and allegations, unless by appointment of the court or pursuant to adjournment, they shall cause reasonable previous notice of such meetings to be given to the said owners or parties interested, or their attorney or agent, and may each of them issue subpœnas and compel witnesses to appear and testify; they shall hear the proofs and allegations of the parties, and any three or more of them, after reviewing the premises, without fear or favor or partiality, ascertain and certify the compensation proper to be made to the said owners and parties interested, for the lands or real estate to be taken, as well as all damages accruing to the owner of the lands and real estate aforesaid, taken in consequence of the condemnation of the same, or injuriously affected as aforesaid, making such deduction or allowance for real benefit or advantages which such owners or parties interested may derive from the construction of said road, and may in their discretion assess a separate reasonable sum in favor of such owner and parties interested, or of any person appointed by the court to appear as attorney for them, for costs, expenses and reasonable counsel fees. They, or a majority of them, shall make, subscribe, and with the clerk of the county, or with the clerk of the county commissioners' court, in which such lands or real estate shall lie, a certificate of their said ascertainment and assessment, in which such lands or real estate shall be described by map or otherwise, with convenient accuracy and certainty. The court, upon such certificate and due proof that such compensation and separate sums, if any be certified, have been paid to the parties entitled to the same, or have been deposited to the credit of such parties in the

Five commissioners.

state treasury, or other place for that purpose approved by the court, shall make and cause to be entered in its minutes a rule describing such lands or real estate, in manner aforesaid, such ascertainment of compensation, with the mode of making it, and such payment or deposit of the same compensation as aforesaid; a certificate copy of which rule shall be recorded and indexed in the proper recorder's office, in like manner and with the like effect as if it were a deed of conveyance from the said owners and parties interested to the said corporation. Upon the entry of such rule the said corporation shall become seised in fee of all the lands and real estate described in said rule, as required to be taken as aforesaid, during the continuance of the corporation, by this or any subsequent act, and may take possession of and hold and use the same for the purposes of said road, and shall thereupon be discharged from all claim for any damages by reason of any matter specified in said petition, certificate or rule of said court. If at any time after an attempt or actual ascertainment of compensation under this or any other act, or any purchase by, or donation to said corporation, of any lands for the purposes aforesaid, it shall appear that the title acquired thereby to all or any part of such lands for the use of said road, or if said corporation should fail or be deemed defective, the said corporation may proceed anew to perfect such title, by procuring an ascertainment of the compensation proper to be made to any person or persons whose title, claim or interest in, or lien upon such lands, and by making payment thereof in the manner hereinafter provided, as near as may be, and at any stage of such new proceedings, or of any proceedings under this act, the court may, by a rule in that behalf made, authorize the said corporation, if already in possession; and if not in possession, to take possession of and use such premises during the pendency and until the final conclusion of such proceedings, and may stay all actions and proceedings against such corporation on account thereof: *Provided*, Such corporation shall pay a sufficient sum into court, or give approved security to pay the compensation in that behalf, when ascertained; and in every case where possession shall be so authorized, it shall be lawful for the owner

to conduct the proceedings to a conclusion, if the same shall be delayed by the company. The said commissioners shall be entitled to receive from said corporation a compensation not exceeding two dollars for each day actually employed by them in the discharge of their duties. Such compensation to be taxed and allowed by the court. If any commissioner so appointed shall die, be unable or fail to serve, the court may appoint another in his place, on reasonable notice of the application, to be approved by the court. The proceedings hereby authorized may be had in the circuit court in a county where the lands lie, and all motions to the circuit court shall be made at a general or special term thereof in said county. The said commissioners shall file the said certificate in the county where the lands to be affected may lie, or in any adjacent county, and any clerk may transfer the same and the proceedings connected therewith to the clerk of the county in which the lands to be affected may lie, or of any county adjacent thereto, whenever such commissioner or clerk shall be so required by said corporation, its agent or attorney. And the legislature hereby reserves [the right] to itself to indicate the routes and termini of said roads, and the same shall not be constructed or commenced without the expressed sanction of the legislature of this state, by a law to be passed hereafter.

Commissioners' pay, $2 per day from R. R. Co.

Duty of court.

Sec. 23. In case any infant, idiot or insane person, or any unknown owner or owners, not personally notified to appear, and who shall not appear after such notice, on the appointment of commissioners, shall be interested in any such lands, real estate and property, the court shall appoint some proper person to appear before the said commissioners and act as attorney for and in behalf of such infant, idiot, insane person, unknown owner or non-appearing owner, not personally served with notice.

Sec. 24. If at any time after the location of the track of said road, in whole or in part, and the filing of the map thereof, it shall appear to the directors of said company that the line in some parts thereof may be improved, it shall be lawful for the said directors, from time to time, to alter the line and cause a new map to be filed in the office where the

Line may be altered.

map showing the first location is or shall be filed, and may thereupon proceed to take possession of the lands embraced in such new location that may be required for the construction and maintenance of such road on such new line, and the convenient accommodations appertaining to the same, either by agreement with the owner or owners, or by such proceedings, as near as may be, as are authorized under the preceding section of this act, and use the same in place of the line for which the new is substituted. Nothing in this act contained shall authorize the said company to make a location of their track within any city without the consent of the common council of said city.

Highways, how crossed.

SEC. 25. Whenever the track of said rail-road shall cross a road or highway, such road or highway may be carried under or over the track, as may be found most expedient; and in cases where an embankment or cutting shall make a change in the line of such road or highway desirable, with a view to a more easy ascent or descent, the said company may take such additional lands for the construction of such road or highway, or such new line, as may be deemed requisite by said directors. Unless the lands so taken shall be purchased or voluntarily given for the purposes aforesaid, compensation therefor shall be ascertained in the manner in this act provided, as nearly as may be, and duly made by said corporation to the owners and persons interested in such lands, the same when so taken or compensation made to become part of such intersecting road or highway, in such manner and by such tenure as the adjacent parts of the same highway may be held for highway purposes.

Lands may be granted.

SEC. 26. If any such corporation shall, for its purpose aforesaid, require any land belonging to the people of this state, or to any of the counties or towns, the general assembly of the state and the county or town officers respectively, having charge of such lands, may grant such lands to such corporations for a compensation, which shall be agreed upon between them; and if they shall not agree upon a sale and price, the same may be taken by the corporation as is before provided in respect to other cases.

Officers to wear badge.

SEC. 27. Every conductor, baggage-master, engineer, brakeman or other servant of any such rail-road corporation, employed in a passenger train, or at stations for passengers, shall wear upon his hat or cap a badge, which shall indicate his office, and the initial letters of the style of the corporation by which he is employed. No conductor or collector without such badge shall demand or be entitled to receive from any passenger any fare, toll or ticket, or exercise any of the powers of his office; and no other of said officers or servants, without such badge, shall have any authority to meddle or interfere with any passenger, his baggage or property.

Annual report.

SEC. 28. Every such corporation shall make an annual report to the secretary of this state, of the operations of the year ending on the first day of January; which report shall be verified by the oaths of the treasurer and the acting superintendent of operations, and filed in his office by the twentieth day of January, in each year, and shall state—

1st. The capital stock and the amount actually paid in:

2d. The amount expended for the purchase of lands for the construction of the road, for buildings, and for engines and for cars respectively:

3d. The amount and nature of its indebtedness, and the amounts due the corporation:

4th. The amount received for the transportation of passengers, of property, of the mails and from other sources:

5th. The amount of freight, specifying the quantity in tons, of the products of the forests, of animals, of vegetable food, other agricultural products, manufactures, merchandise and other articles:

6th. The amount paid for repairs, engines, cars, buildings and salaries:

7th. The number and amount of dividends, and when paid:

8th. The number of engine houses and shops, of engines and cars, and their character:

9th. The number of miles run by passenger, freight and other trains respectively:

10th. The number of men employed, and their occupation:

11th. The number of persons injured in life or limb, and the causes of such injury:

12th. Whether any accidents have arisen from carelessness or negligence of any persons in the employment of the corporation, and whether such person is retained in the service of the corporation.

Penalty. SEC. 29. Any such corporation which shall neglect to make such report, shall be liable to a penalty of two hundred and fifty dollars, to be sued for in the name of the people of this state.

Property to be listed. SEC. 30. The property belonging to any company organized under the provisions of this act, shall be listed by the resident secretary or other proper officer with the auditor of state, which shall be subject to the same rate of taxation as other similar property of individuals, and the revenue arising therefrom shall be paid into the state treasury, until the entire extinction of the internal improvement debt of the state, after which the said property shall be subject to taxation, and the revenue arising therefrom paid as in the case of all other property in the state. The revenue derived under this section to be applied to the payment of the public debt of the state.

Liens. SEC. 31. The state shall have a lien upon all rail-roads of said corporations, and their appurtenances and stock therein, for all penalties, taxes and dues which may accrue to the state from said corporations; which lien of the state shall take precedence of all demands, judgments or decrees against said corporations; and the citizens of this state shall have a lien upon all personal property of said corporation to the amount of one hundred dollars, originally contracted within this state; which, after said lien of the state, shall take precedence of all other debts, demands, judgments or decrees, liens or mortgages against said corporation.

Tolls may be altered. SEC. 32. The legislature may, when any such rail-road shall be opened for use, from time to time, alter or reduce the rates of toll, fare, freight or other profits upon such road; but the same shall not, without the consent of the corporation, be so reduced as to produce with said profits less than fifteen per cent. per annum on the capital actually paid in; nor, unless on an examination of the amounts received and expended, to be made by the secretary of state, he shall

ascertain that the net income divided by the company from all sources for the year then last past shall have exceeded an annual income of fifteen per cent. upon the capital of the corporation actually paid in.

To carry mails.

Sec. 33. Any such corporation shall, when applied to by the postmaster-general, convey the mail of the United States on their road or roads respectively; and in case such corporation shall not agree as to rates of transportation thereof, and as to time, rate of speed, manner and condition of carrying the same, it shall be lawful for the governor of this state to appoint three commissioners, who, or a majority of them, after fifteen days' notice, in writing, of the time and place of meeting to the corporation, shall determine and fix the prices, times and condition aforesaid, but such prices shall not be less for carrying said mails in the passenger trains than the amount which such corporation would receive as freight on a like weight of merchandise transported in their merchandise trains, and a fair compensation for the post-office car. And in case the postmaster-general shall require the mail to be carried at other hours, and at a higher speed than the passenger trains be run at, the corporation shall furnish an extra train for the mail, and be allowed an extra compensation for the expenses and wear and tear thereof, and for the services to be fixed aforesaid.

Penalty on refusal to pay fare.

Sec. 34. If any passenger shall refuse to pay his fare or toll, it shall be lawful for the conductor of the train and the servants of the corporation to put him out of the cars at any usual stopping place the conductor shall select.

Regular times to be fixed.

Sec. 35. Every such corporation shall start and run their cars for the transportation of passengers and property at regular times, to be fixed by public notice, and shall furnish sufficient accommodations for the transportation of all such passengers and property as shall, within a reasonable time previous thereto, offer or be offered for transportation at the place of starting, and the junctions of other rail-roads, and at sidings and stopping places established for receiving and discharging way passengers and freight, and shall take, transport and discharge such passengers and property at, from

and to such places, on the due payment of tolls, freight or fare, legally authorized therefor.

Penalty of corporation.

SEC. 36. In case of the refusal by such corporation, or their agents, to take or transport any passenger or property, or to deliver the same, or either of them, at the regular or appointed time, such corporation shall pay to the party aggrieved all damages which shall be sustained thereby, with costs of suits.

Trains, how placed.

SEC. 37. In forming a passenger train, baggage or freight or merchandise or lumber cars shall not be placed in rear of passenger cars, and if they or any of them shall be so placed, and any accident shall happen to life or limb, the officer or agent who so directed or knowingly suffered such arrangement, and the conductor or engineer of the train, shall each and all be held guilty of intentionally causing the injury, and be punished accordingly.

Penalty for neglect.

Bell or whistle to be kept.

SEC. 38. A bell of at least thirty pounds weight, or a steam whistle, shall be placed on each locomotive engine, and shall be rung or whistled at a distance of at least eighty rods from the place where the said road shall cross any other road or street, and be kept ringing or whistling until it shall have crossed said road or street, under a penalty of fifty dollars for every neglect, to be paid by the corporation owning the rail-road, one-half thereof to go to the informer, and the other half to the state, and also be liable for all damages which shall be sustained by any person by reason of such neglect.

Boards to be kept up.

SEC. 39. Every such corporation shall cause boards to be placed, well supported by posts or otherwise, and constantly maintained across each public road or street, where the same is crossed by the rail-road on the same level. Said boards shall be elevated, so as not to obstruct the travel, and to be easily seen by travellers; and on each side of said boards shall be painted in capital letters, of at least the size of nine inches each, the words "*Rail-road crossing—look out for the cars while the bell rings, or the whistle sounds.*" But this section shall not apply to streets in cities or villages, unless the corporation be required to put up such boards by the officers having charge of such streets.

Penalty for intoxication.

Sec. 40. If any person shall, while in charge of a locomotive engine running upon the rail-road of any such corporation, or while acting as the conductor of any car or train of cars on any such rail-road, be intoxicated, he shall be deemed guilty of a misdemeanor.

Penalty for injury to company.

Sec. 41. If any person shall wilfully do, or cause to be done, any act or acts whatever, whereby any building, construction or work of any such corporation, or any engines, machines or structures, or any matter or thing appertaining to the same, shall be stopped, obstructed, impaired, weakened, injured or destroyed, the person or persons offending shall be guilty of a misdemeanor, and shall forfeit and pay to the said corporation treble the amount of damages sustained by means of such offence.

Penalties, how recovered.

Sec. 42. All penalties imposed by this act may be sued for by the district attorney, and in the name of the people of the state of Illinois; and if such penalty be for a sum not exceeding one hundred dollars, then each suit may be brought before a justice of the peace.

Sec. 43. Every such corporation shall, within a reasonable time after the road shall be located, cause to be made—

Map and profile.

1st. A map and profile thereof, and of the land taken or obtained for the use thereof, and file the same in the office of the secretary of state; and also like maps of the parts thereof located in different counties, and file the same in the office for recording deeds in the county in which said parts of said road shall lie, there to remain as of record forever.

Certificate.

2d. A certificate specifying the line upon which it is proposed to construct the rail-road and the grades and curves.

To commence and complete road.

Sec. 44. If any such corporation shall not, within five years after its incorporation, begin the construction of its road and expend thereon ten per cent. on the amount of its capital, and finish the road and put it in full operation in ten years thereafter, its act of incorporation shall become void.

Existing corporations.

Sec. 45. All existing rail-road corporations within this state shall respectively have and possess all the powers and privileges, and be subject to all the duties and liabilities and provisions contained in this act, so far as they shall be applicable to their present conditions, and not inconsistent with

their several charters; and all rail-road companies that are now constructing their roads may acquire title to lands necessary for that purpose under the provisions of this act.

SEC. 46. This act shall take effect and be in force from and after its passage.

Approved November 5, 1849.

AN ACT

SUPPLEMENTAL TO AN ACT ENTITLED "AN ACT TO PROVIDE FOR A GENERAL SYSTEM OF RAIL-ROAD INCORPORATIONS."

Stock may be subscribed.

SEC. 1. *Be it enacted by the people of the State of Illinois, represented in the General Assembly*, That whenever the citizens of any city or county in this state are desirous that said city or county should subscribe for stock in any rail-road company already organized or incorporated, or hereafter to be organized or incorporated under any law of this state, such city or county may, and are hereby authorized to purchase or subscribe for shares of the capital stock in any such company, in any sum not exceeding one hundred thousand dollars for each of such cities or counties; and the stock so subscribed for or purchased, shall be under the control of the county court of the county or common council of the city making such subscription or purchase, in all respects as stock owned by individuals.

May borrow money.

SEC. 2. That for the payment of said stock, the judges of the county court of the county or the common council of the city making such subscription or purchase, are hereby authorized to borrow money at a rate not exceeding ten per cent. per annum, and to pledge the faith of the county or city for the annual payment of the interest, and the ultimate redemption of the principal; or if the said judges or common council should deem it most advisable, they are hereby

Bonds may be issued.

authorized to pay for such subscription or purchase in bonds of the city or county, making such subscription to be drawn

for that purchase, in sums not less than fifty dollars, bearing interest not exceeding ten per centum per annum: *Provided*, That no bond shall be paid out at a less rate than par value.

Bonds receivable.

SEC. 3. The railroad companies already organized or incorporated, or hereafter to be organized or incorporated under the laws of this state, are hereby authorized to receive the bonds of any county or city becoming subscribers to the capital stock of such company at par, and in lieu of cash, and to issue their bonds, bearing interest not exceeding ten per centum per annum for any moneys by them borrowed for the construction of their rail-road and fixtures, or for the purchase of engines and cars, and for such purpose may dispose of any bonds by them received as aforesaid.

Vote to be taken.

SEC. 4. No subscription shall be made, or purchase or bond issued, by any county or city under the provisions of this act, whereby any debt shall be created by said judges of the county court of any county, or by the common council of any city, to pay any such subscription, unless a majority of the qualified voters of such county or city, (taking as a standard the number of votes thrown at the last general election previous to the vote had upon the question of subscription under this act for county officers,) shall vote for the same; and the judges of the county court of any county, or the common council of any city, desiring to take stock as aforesaid, shall give at least thirty days' notice, in the same manner as notices are given for election of state or county officers in said counties, requiring said electors of said counties or said cities to vote upon the day named in such notices, at their usual place of voting, for or against the subscription for said capital stock which they may propose to make; and said notices shall specify the company in which stock is proposed to be subscribed, the amount which it is proposed to take, and the time which the bonds proposed to be issued are to run, and the interest which said bonds are to bear; or in case it is proposed to borrow money to pay such subscription, then the notices shall state the terms upon which such loan is to be effected; and the opinion of the electors shall be expressed upon their ballots "for subscription," or "against subscription," and counted and returned by the judges and

Notice.

clerks of elections as in other cases; and if a majority of the voters of said county or city, assuming the standard aforesaid, shall be in favor of the same, such authorized subscription or purchase, or any part thereof, shall then be made by said judges or common council. In case any election had under this act is held upon a day of a general election, then the number of votes thrown at such general election for county officers shall be the standard of the number of qualified voters as aforesaid. No bonds shall be issued under the provisions of this act by any county or city, excepting for the amounts required to be paid at the time of subscription, and for the amounts of and at the time when assessments upon all the stockholders of said company shall be regularly assessed and made payable.

SEC. 5. This act shall take effect from and after its passage.

Approved November 6, 1849.

AN ACT

ENTITLED AN ACT TO INCORPORATE THE ILLINOIS AND WISCONSIN RAIL-ROAD COMPANY.

Corporators.

SEC. 1. *Be it enacted by the people of the State of Illinois, represented in General Assembly*, That Neill Donelly, Phineas H. Platt, Enos W. Smith, Henry Sherman, John McClure, Itherian Taylor, Josiah D. Wight, Lindsey Joslyn, Michael A. McCahill, George H. Bently, Joseph Golden, William Sloan, Martin Small, and their associates, successors and assigns, be, and they are hereby authorized and empowered to associate themselves together by the name and style of the

Object of corporation.

"Illinois and Wisconsin Rail-road Company," with all the rights, privileges and immunities that may be acquired by any rail-road company under and by virtue of the provisions of an act entitled "An act to provide for a general system of rail-road incorporations," approved November 5, 1849; and the said company, when organized under the provisions of said act, are hereby authorized to take private property,

in the manner prescribed by said act, for the purpose of building and maintaining a rail-road from the north line of the county of McHenry, in the state of Illinois, thence to the village of Woodstock, in said McHenry county, thence to such point on the Chicago and Galena Union Rail-Road as may be deemed practicable to form a junction with the above named Chicago and Galena Union Rail-Road Company, in the counties of Cook, Kane and McHenry. And it is further provided, that the said Illinois and Wisconsin Rail-Road Company may have power, and they are hereby authorized to unite and form a junction with any other rail-road company in the counties of Kane and Cook, on such conditions as the said Illinois and Wisconsin Rail-Road Company may deem proper. And it is further provided, that the said Illinois and Wisconsin Rail-Road Company are hereby authorized and empowered to unite or consolidate their road with any rail-road company now incorporated, or that may hereafter be incorporated in the state of Wisconsin, and place the said road when consolidated under the control and supervision of a joint board of directors, upon such conditions, provisions and limitations as may be mutually agreed upon by said rail-road companies. Junctions.

Sec. 2. The said Illinois and Wisconsin Rail-Road, when organized as aforesaid, shall make out a statement and forward it to the secretary of this state, at the end of each year, showing the amount of capital stock of said company, and the amount of indebtedness and resources of said company: taking the aggregate amount of expenditures, receipts and resources per mile of the whole distance of said road in this state, any thing in the twenty-eighth and twenty-ninth sections of the general rail-road law of the state of Illinois, approved November fifth, one thousand eight hundred and forty-nine, to the contrary notwithstanding. Statement of capital stock, &c.

Sec. 3. The said Illinois and Wisconsin Rail-Road Company shall have full power, and they are hereby authorized at any future time, not to exceed fifty years, if they should deem it practicable, to extend their rail-road from the village of Woodstock, in the county of McHenry, in this state, to the city of Chicago, in the county of Cook, and they shall Extension.

have full power to unite or connect with any company or corporation associated together for rail-road purposes in said city of Chicago and county of Cook, and the said company may unite or connect with any rail-road company or corporation running from the south part of this state and terminating at Chicago, or with any company or corporation running from the east through the state of Indiana, and terminating at Chicago or passing through Chicago.

Limitation of capital stock.

SEC. 4. The capital stock of said company is not to exceed one million of dollars, and this charter shall expire at the end of fifty years.

SEC. 5. This act to take effect from and after its passage.

Approved Feb. 12, 1851.

AN ACT

SUPPLEMENTAL TO AN ACT ENTITLED "AN ACT TO INCORPORATE THE ILLINOIS AND WISCONSIN RAIL-ROAD COMPANY."

Loan.

SEC. 1. *Be it enacted by the people of the State of Illinois, represented in the General Assembly*, That as soon as the said Illinois and Wisconsin Rail-Road Company shall have organized and subscribed one thousand dollars per mile of said rail-road intended to be constructed in this state, that then said company shall be allowed to borrow money at a rate of interest not exceeding ten per cent. per annum.

Route.

SEC. 2. That said company shall have power to run said road from Algonquin, in McHenry county, to the state line, on the most eligible route, without reference to intermediate points in the line of said road as described in said act to which this is an amendment.

SEC. 3. This act to be in force from and after its passage.

Approved February 17, 1851.

AN ACT

TO AMEND THE LAW CONDEMNING RIGHT OF WAY FOR PURPOSES OF INTERNAL IMPROVEMENT.

Petition for right of way.

SEC. 1. *Be it enacted by the people of the State of Illinois, represented in the General Assembly*, That when any public road, rail-road, plank-road, turnpike-road, canal or other public work shall have been located by any officer or agent of the state, or of any county, or any person, or corporation vested with power to take and apply private property in the construction or use of such road, canal or other work, or for any purpose connected with the same, such as constructing bridges, dams, locks, embankments, excavations, spoil-banks, turn-outs, depots, engine houses, shops, turn-tables, boat yards, wharves or docks, and the right or title to property required for any such uses or purposes cannot be obtained by purchase, a petition shall be filed in the clerk's office of the circuit court of each county through which the location aforesaid is made, setting forth, by reference, the authority to construct the work, and the right to take and apply private property, and if the right way only is desired, describing by its numbers, or other appropriate description, each lot or parcel of land over or across which such right is desired; or if property is required for all or any of the other purposes herein specified, stating such purpose and describing the property so required; and in either or both cases stating the names of all persons interested, as owners or otherwise, in the property to be affected, if known, or if not known, stating that fact, and requesting such court to cause to be ascertained the compensation to be made to each owner of or person interested in property required as aforesaid, and upon payment thereof, to require a conveyance or release of the same, or that by an order or orders of court the right and title be invested in the state, county, corporation or other person in whose name or behalf the petition is filed, to be applied and used for the purposes stated in the petition.

Proceedings. SEC. 2. Upon the filing of the petition aforesaid, and giving the persons interested in the property required reasonable notice thereof, and of the time and place of making the application herein provided for, the petitioner in person, or by attorney, may apply to the judge of said court, or to the judge of the county court, or either of the associate judges of the last named court, to appoint commissioners to fix the compensation to be made to the parties interested as aforesaid, for the right of way over or across land, and for land required for any of the other purposes herein expressed, as well as to assess the damages which may result from the construction and use of the road, canal or other contemplated work. Upon the hearing of which application, and each of the parties notified as aforesaid, as well as those not notified, who may appear, the said judge or associate justices shall Commissioners. select and appoint three disinterested freeholders of the county commissioners to fix compensation and assess damages, according to the prayer of the petition, and also fix the time and place of their first meeting. And upon notices given as aforesaid, from time to time, or the appearance of parties without notice, the same or other commissioners shall be appointed to act with reference to parties, as they are notified or appear as aforesaid, until action shall be had with reference to all the parties and matters named in the petition: Proviso. *Provided*, That reasonable notice of the time and place of making application for the appointment of commissioners shall be five days, and one day in addition for every twenty miles' travel from the residence of the party to the place of making application.

Service of notices. SEC. 3. Notices of the filing petitions and making applications for the appointment of commissioners, in respect to lands owned in whole or in part by infants, shall be served on the guardian; or if they have no guardian, on the infants and persons with whom they reside; and with respect to lands owned as aforesaid by idiots, lunatics or distracted persons, on the conservator, if they have any, if not, then on the person under whose care or charge they may be found; and with respect to lands owned by *femes covert*, on the husbands as well as the owner; and notices to non-residents of

the county, and persons whose names are unknown, shall be published in some public newspaper published in the county, if any, or if not, in the nearest paper to such county, for three weeks in succession, before the day of making the application aforesaid. And notices so served or published shall be sufficient to authorize the appointment and action of the commissioners as herein provided for: *Provided*, If such rail-road or other public work shall be located on land the property of the state, the right of way, not exceeding one hundred feet in width, is hereby granted to such company, corporation or individual. Proviso.

Sec. 4. Commissioners may be appointed in term time by the circuit court, or in vacation by the judges or justices aforesaid, upon the service or publication of notice being proved by affidavits, to be filed and constitute a part of the record of the proceedings. Upon applications for appointment in vacation, copies of the petition, filed as aforesaid, shall be used, and the order of the judge or justice shall be endorsed thereon, and the same delivered to the commissioners, to guide them in their action, and show the extent of their authority. Commissioners, when appointed.

Sec. 5. Commissioners appointed as aforesaid shall be sworn before some officer having power to administer oaths, "to faithfully and impartially execute the duties required of them according to their best judgment and understanding, and to make all their estimates and assessments according to law." And upon being sworn as aforesaid, they shall meet at the time and place fixed by the court, or judge or justices aforesaid, and proceed without delay, upon view and inspection of the premises, as well as upon hearing the allegations and testimony of the parties interested, to fix the compensation to be made to each party or owner of lands to be taken and used as the way on which the road, canal or other work shall be constructed and pass, also for lands taken and used for any of the other purposes specified in this act; and also estimate and assess the damages sustained by any person or persons, by reason of the construction and use of the work specified in the petition, taking into consideration and estimating the benefits and advantages to the parties, resulting Commissioners to be sworn. To view premises.

from the construction and use of the road, canal or other improvement: *Provided*, The said commissioners shall not estimate any benefits or advantages which may accrue to lands affected in common with adjoining lands, on which such road, or canal or other work does not pass.

Proviso.

To report in writing.

SEC. 6. The commissioners shall, from time to time, as they make decisions with reference to lands embraced in their appointment, make reports in writing, stating separately the compensation to be paid for the right of way over or upon each lot of land, the compensation to be paid for each lot of land required for any other purpose, and the damage allowed to each owner or party, by reason of the construction and use of the improvement or work as aforesaid. A copy of each report so made shall be delivered to each of the parties in interest, if requested, and the original, with a copy of the order of appointment, shall be filed with the clerk of the court in which the proceeding is had.

Appeals.

SEC. 7. Upon the making and filing of any report as aforesaid, any party interested may appeal from the decision of the commissioners to the circuit court of the county, as hereinafter provided; but if no appeal is taken, the decisions, estimates and assessments as reported, shall be conclusive upon the parties, and the right and title of that part of each lot or parcel of land required as aforesaid, in respect to which no compensation is allowed or damages assessed, should vest in the state, county, corporation or person in whose behalf the proceeding is had, with the right to enter upon and use and apply the same according to the prayer of the petition and right of the case, and the right and title to that part of each tract of land required, in respect to which compensation is allowed or damages assessed, shall vest in the state, county, corporation or person petitioning as aforesaid, upon the payment of the compensation and damages so fixed or assessed, with the right to enter upon and use and apply the same for the purposes stated in the petition.

Payment of damages.

SEC. 8. Payments of compensation and damages, estimated and assessed as aforesaid, may be made, first to parties laboring under no disability who are entitled to the land; second, to guardians of infants, husbands or trustees of *femes covert;*

third, to conservators of insane persons; and a receipt for such payments shall operate as a confirmation of the action of the commissioners, and shall estop the parties in interest from all further claims or proceeding in the premises. Payments to parties residing in the state, but not in the county, including infants who have no guardian, and insane persons who have no conservator, shall be made by depositing the money with the clerk of the court in which the proceeding is had; and payments to parties residing out of the state, and persons whose names are unknown, shall be made by depositing the money in the treasury of the proper county where the land lies; and the receipt of parties entitled to money deposited as aforesaid shall operate in like manner as receipts for money paid to parties as herein provided: *Provided*, That if any person shall refuse to receive money when tendered, payment may, in such case, be made by depositing the amount with the county treasurer aforesaid. Proviso

Sec. 9. Parties desirous to appeal from decisions, estimates and assessments, or either, of commissioners, shall, within ten days after being notified of the filing of the report with the clerk, execute and file an appeal bond with said clerk, payable to the people of the state, for the use of all parties interested in the condition; in which bond the action or proceeding appealed from shall be recited, with conditions, in case the appeal is taken in behalf of the petitioner, for the due and speedy prosecution of the appeal, and that he or they will pay whatever may be required by any decision, order or judgment; and in case the appeal is taken by any other party, with condition that the appeal shall be prosecuted without delay; and in case the decision, estimate or assessment, as the case may be, shall be affirmed or not increased, that the appellant will pay the costs of the appeal and of the subsequent proceedings therein, if adjudged so to do by the court. A bond executed and filed by responsible securities, without the name or signature of the party appealing, shall be obligatory and sufficient; and it shall not be necessary to insert any penalty in any such bond, but the party or parties executing the same shall be liable upon breach, to pay the Appeal bond.

full amount which any party interested in the condition is or may be entitled to in the premises.

Appeals, by whom taken.

SEC. 10. Appeals may be taken and prosecuted by husbands or trustees of *femes covert*, guardians of infants and conservators of insane persons; and in cases where infants have no guardian, and insane persons no conservator, appeals may be taken by the friends of such parties.

Notices of filing reports.

SEC. 11. Notices to parties of the filing reports of commissioners shall be given as is required in respect to applications for the appointment of commissioners, and notices of appeals shall be given by the service of summons, as in cases of appeals from judgment of justices of the peace: *Provided*, That non-residents of the state, and persons whose names are unknown, may be notified by publishing notice as is required in respect to proceedings in chancery against non-residents.

Proviso.

Possession of property condemned.

SEC. 12. The entering upon, taking possession of and applying property, with reference to which commissioners have reported as aforesaid, shall not be hindered, prevented or delayed by the prosecution of any appeal, provided the corporation or person interested in the work, or any responsible person in their behalf, will execute and file a bond with the clerk of the court in which the appeal is pending, binding the persons executing the same to pay whatever amount may be required by the order or judgment of the court in said appeal cause, and also comply with or conform to any rule or order that the court may make in relation to the matter in controversy.

Appeals, how docketed.

SEC. 13. Appeals prosecuted under the provisions of this act shall be docketed by the clerk next after the people's causes, and shall be tried without delay, as soon as reached on the docket, unless continued for good cause or by consent.

Questions involved in appeal cases.

SEC. 14. Appeals shall bring before the court the questions decided or reported on by the commissioners in respect to the parties to the appeal, and unless the parties otherwise agree, the said questions shall be submitted to and tried by a jury as other appeal cases, the jury to swear "well and truly to try the cause; and in fixing compensation or assessing damages, they will be governed by the provisions of the law under which the trial is had." The jury shall find and state the

Verdicts.

amount, if any thing, which shall be paid as compensation for right of way, the amount, if any thing, to be paid for lands required for any other purpose; and the amount, if any thing, assessed or allowed as damages, making the verdict conform to the questions and facts in the case. Verdicts may be rendered in writing or stated orally in court, and the court shall in all cases require the verdict to be recorded in such form as to express truly and fully the finding of the jury.

Judgments.

SEC. 15. Upon verdicts rendered by juries, judgments shall be entered, declaring that upon the payment of compensation and damages, or either, as the case may be, that the right and title to the same for which the compensation is to be made, or on account of which damages are allowed, shall vest in the state, county, corporation or person petitioning as aforesaid, with the right to enter upon, use and apply the same for the purposes stated in the petition; or if the verdict is that no compensation shall be made in money, or damages be allowed in the premises, the like judgment shall be entered; and verdicts and judgments entered as aforesaid shall be final and conclusive between the parties.

Payments.

SEC. 16. Payments of judgments entered upon verdicts may be made, and to have the like force and effect as provided for in section eight hereof, or payments may be made in reference to either party.

Amendments.

SEC. 17. In appeal cases, courts shall permit amendments to papers, records, bonds, and the execution of new bonds, whenever necessary to a fair trial and final determination of the questions involved. Courts shall also have power to make any and all rules and orders necessary to notify parties of the proceeding, and to issue all process necessary to the execution of orders and judgments as they may be entered.

Costs of proceedings.

SEC. 18. The costs of all proceedings under this act, except such as arise or grow out of appeals, shall be paid by the petitioners, and costs of appeals shall be paid as the court may direct. Any two of the three commissioners may act and execute any or all of the duties required. They shall have power to swear or affirm witnesses who may be brought

before them, also to issue summons for witnesses, and by compulsory process compel their attendance. They shall also have power to adjourn from day to day, or from one day to any succeeding day, not exceeding five, until they shall have determined and reported upon all the cases embraced in their appointment; and two dollars per day shall be paid to each for his services.

Limitation.

SEC. 19. All corporations heretofore created by special charter of incorporation, or under the general law where the termini have been fixed by the legislature, and none others, may avail themselves of this act.

Rule of damages.

SEC. 20. Estimates of compensation and assessments of damages, under the provisions of this act, shall be made with reference to the land or property affected, and payable to the real person entitled to the same, whether a party to the proceeding or not.

SEC. 21. This act to take effect and be in force from and after its passage.

Approved June 22, 1852.

AN ACT

SUPPLEMENTAL TO AN ACT ENTITLED "AN ACT TO INCORPORATE THE ILLINOIS AND WISCONSIN RAIL-ROAD COMPANY."

SEC. 1. *Be it enacted by the people of the State of Illinois, represented in the General Assembly*, That the Illinois and Wisconsin Rail-Road Company may locate the northern terminus of their road at a point on the north line of the state, within one mile of the northwest corner of McHenry county.

SEC. 2. The said company may, from time to time, increase their capital stock until it amounts to three millions of dollars, and the holders of the stock of said company shall be responsible only for the instalments due or to become due on the stock held by each individual respectively.

SEC. 3. The stockholders of said company may, from time to time hereafter, at any general meeting of the stockholders for the election of directors of said company, change the number of the board of directors to any number not less than five, nor more than fifteen, and the said directors shall not be required to reside in this state.

SEC. 4. This act, and the acts to which it is supplemental, and all acts supplemental or amendatory of this said named act, shall be deemed public acts. This act shall be in force from and after its passage.

Approved February 14, 1853.

ACT OF CONSOLIDATION,

PASSED BY GENERAL ASSEMBLY, FEBRUARY SESSION, 1854.

SEC. 1. *Be it enacted by the people of the State of Illinois, represented in the General Assembly*, That all rail-road companies and plank-road companies now organized, or hereafter to be organized, which now have or hereafter may have their termini fixed by law, whenever their said road or roads intersect by continuous lines, be, and the same are hereby authorized and empowered to consolidate their property and stock with each other, and to consolidate with companies out of this state, whenever their lines connect with the lines of such company out of this state.

SEC. 2. Such consolidation may take place whenever the said companies shall respectively agree upon the terms and conditions of the same; and the said companies, when so consolidated, shall be authorized to agree upon the name or names of such consolidated company, and by such name or names the said consolidated company shall be a body corporate and politic, shall have a common seal or seals, and by such name or names shall be respectively contracted with and make contracts, shall sue and be sued, implead and be impleaded with, and shall have all the powers, franchises and immunities which the said respective companies shall

have, by virtue of their respective charters, before such consolidation passed within the state of Illinois: *Provided*, That each consolidated company shall file for record, in the office of secretary of state, a copy of their said articles of consolidation, evidenced by the signature of the presiding officer of each of the said companies, and the corporate seal thereof.

Sec. 3. The corporation or corporations formed by virtue of the provisions of this act, shall have power to increase their capital stock to any amount required by resolution of their respective boards of directors, not exceeding the amount of the cost of the roads and works constructed and equipped by them; to borrow money and fix the rate of interest therefor; to issue bonds, and the same to sell, at such price as they may deem expedient, such sales being hereby authorized and confirmed, and to make any other contracts authorized by the by-laws of the said corporation or corporations, within the purview of their said charters.

Sec. 4. Such corporation or corporations, when so formed, shall have the same power to consolidate with other companies when their lines connect, upon such terms as may be agreed upon by them respectively.

Sec. 5. No company in this state shall be authorized, under the provisions of this act, to consolidate with any company beyond the limits of the state, until the termini of such company in this state shall first have been fixed, by the laws of this state, at the boundary line thereof.

Sec. 6. This act shall not be so construed as to authorize any plank-road, not having power to build a rail-road, to consolidate with any rail-road so as to lay a rail-road upon any plank-road track, until the termini of such rail-road shall have been expressly fixed by law, nor shall any plank-road so consolidate with any rail-road unless authorized by law to lay a rail-road track.

Sec. 7. All proceedings for the purpose of consolidation, as above provided, shall be fixed and regulated by the by-laws of the respective companies desiring such consolidation: *Provided*, That such consolidation shall not take place until the terms of such consolidation shall have been approved by a majority of the stockholders in interest, in person or by

proxy, at an annual or called meeting, of which due notice shall be given by publication or in writing to all stockholders interested, or the same be approved by the written consent of a majority of stockholders in interest, filed in the office of the company.

SEC. 8. When it shall be necessary for the construction of any rail-road to cross the track of any other rail-road, stream of water, water-course, road or highway, which it may intersect or cross by reason of such extension into or through any adjoining state, or by reason of its consolidation with any other road or roads, company or companies, as provided in this act, it shall be lawful for said company to construct their road across or over the same, by such track or tracks, bridge or bridges, viaduct or viaducts, as may be necessary to the convenience of the extension or consolidation of said road: *Provided*, Said company shall restore the rail-road, stream of water, water-course, road or highway thus intersected or crossed, to its former state, or in a sufficient manner not materially to interfere with its usefulness.

SEC. 9. This act shall take effect from and after its passage.

Approved Feb. 28th, 1854.

AN ACT

TO REGULATE THE DUTIES AND LIABILITIES OF RAIL-ROAD COMPANIES.

SEC. 1. *Be it enacted by the people of the State of Illinois, represented in the General Assembly*, That every rail-road corporation whose line of road, or any part thereof, is open for use, shall, within six months after the passage of this act, and every rail-road company formed or to be formed, but whose lines are not now open for use, shall, within six months after the lines of such rail-road, or any part thereof, are opened, erect and thereafter maintain fences on the sides of their road, or the part thereof so opened for use, suitable and sufficient to prevent cattle, horses, sheep and hogs from get-

ting on to such rail-road, except at the crossing of public roads and highways, and within the limits of towns, cities and villages, with openings or gates or bars at the farm-crossings of such rail-roads, for the use of the proprietors of the lands adjoining such rail-roads; and shall also construct, where the same has not already been done, and hereafter maintain, at all road-crossings now existing or hereafter established, cattle guards, suitable and sufficient to prevent cattle, horses, sheep and hogs from getting on to such rail-road. And so long as such fences and cattle guards shall not be made after the time hereinabove prescribed for making the same shall have elapsed, and when such fences and cattle guards are not in good repair, such rail-road corporation and its agents shall be liable for all damages which shall be done by the agents or engines of any such corporation to any cattle, horses, sheep or hogs thereon; and when such fences and guards shall have been duly made, and shall be kept in good repair, such rail-road corporation shall not be liable for any such damages, unless negligently or wilfully done.

No rail-road corporation shall be required to fence the sides of its roads, except when such fence is necessary to prevent horses, cattle, sheep and hogs from getting on to the track of the rail-road, from the lands adjoining the same; nor shall they be required to construct said fences on the sides of their rail-roads where the same runs through uninclosed lands lying at a greater distance than five miles from any settlement.

Nor shall the said companies be required to erect and maintain said fences through lands where the proprietors of said lands have already erected fences, or agreed with said companies so to do.

Sec. 2. But it shall be the duty of every owner of land adjoining any rail-road, who has received a specific sum as compensation for fencing along the line of land taken for the purpose of said rail-road, and has agreed to build and maintain a lawful fence on the line of said road, to build and maintain such fence; and it shall also be the duty of every owner of land adjoining any rail-road, who has received

compensation for building and maintaining a lawful fence on the line of said road, by way of damages in the condemnation of land taken for the purposes of said rail-road, under the laws of this state, to build and maintain such fence; and if said owner, his heirs or assigns, shall not build said fence within six months after he has been notified to do so by the said rail-road corporation, or shall neglect to maintain said fences if built, said corporation shall build and thereafter maintain such fence, and may maintain a civil action against the person so neglecting to build or maintain said fence, to recover the expense thereof; and such rail-road corporation shall not be liable to such owner or owners, their heirs or assigns, for any damages which shall be done by the agents, engines, locomotives or cars of any such corporation, to any cattle, horses, sheep or hogs of said owner or owners, their heirs, assigns or lessees, coming upon said road, by reason or on account of the failure of such owner or owners, their heirs or assigns, to construct or maintain said fences.

Sec. 3. If any person shall ride, lead or drive any horse or other animal, upon such road and within such fences and guards, other than at farm or road-crossings, without the consent of the corporation, or who shall pull down, tear down, or otherwise render insufficient to exclude stock, any part of said fencing, he shall be liable to a penalty of not less than ten nor more than one hundred dollars, to be recovered in an action of debt, before any court having jurisdiction in such cases, in the name of the company or corporation owning such road, and for its use, and also shall pay all damages which shall be sustained thereby to the party aggrieved.

Thos. J. Turner,
Speaker of the House of Representatives.

G. Koerner,
Speaker of the Senate.

Approved Feb. 14th, 1855.

J. A. Matteson.

UNITED STATES OF AMERICA, } ss.
State of Illinois, }

I, Alexander Starne, secretary of state for the state of Illinois, do hereby certify that the foregoing is a true and correct copy of an enrolled law now hn file in my office.

In testimony whereof, I have hereto set my hand, and caused the great seal of state to be affixed.

[L. S.] Done at the city of Springfield, this 18th day of April, A. D. 1855.

ALEXANDER STARNE,
Secretary of State.

AN ACT

TO AUTHORIZE THE PURCHASE OF A CERTAIN RAIL-ROAD THEREIN NAMED, TO BECOME A CORPORATION.

SEC. 1. *Be it enacted by the people of the State of Illinois, represented in the General Assembly*, That if the mortgage or trust deed bearing date the first day of July, A. D. 1853, given by the Illinois and Wisconsin Rail-Road Company to David Hoadley, J. Earl Williams and Julius Wadsworth, as trustees, shall be foreclosed, either by bill in chancery or by publication of notice, as in said instrument provided, by said trustees, their survivor or successors; and if the rail-road of said company, together with its franchises and rights in said instrument described, shall be sold by said trustees, their survivor or successors, pursuant to such foreclosure, or the terms of said instrument, the purchaser or purchasers of said rail-road and its appurtenances shall, before being permitted to occupy, use and operate said rail-road, or exercise any of its franchises of said company, be required to file in the office of the secretary of state a duplicate of the deed or deeds of conveyance, executed to him or them by said trustees; and also, within sixty days after the execution of said deed or deeds of conveyance, said purchaser or purchasers shall proceed to appoint or elect a board of at least

seven directors, to manage the affairs of said road, a certificate of whose appointment shall be signed by the said purchaser or purchasers, his, her or their executors or administrators, and filed in the office of said secretary of state; and the said purchaser or purchasers, his or their executors, administrators, successors or assigns, shall, upon the filing of said duplicate deed or deeds and certificate, become a body corporate and politic, and shall succeed to and have and possess all the rights, franchises and powers which are or may be vested in said Illinois and Wisconsin Rail-Road Company, by virtue of any law or laws of this state, with power to fix upon the name of said corporation, the number of its directors, not exceeding nine, and their qualifications and term of office, to fix the amount of the capital stock of said company, and divide, transfer and increase the same.

SEC. 2. This act shall be a public act, and take effect and be in force from and after its passage.

THOS. J. TURNER,
Speaker of the House of Representatives.

G. KOERNER,
Speaker of the Senate.

Approved Feb. 14, 1855.

D. A. MATTESON.

UNITED STATES OF AMERICA, }
State of Illinois, } ss.

I, Alexander Starne, secretary of state for the state of Illinois, do hereby certify that the foregoing is a true and correct copy of an enrolled law now on file in my office.

In testimony whereof, I have hereto set my hand
[L. S.] and affixed the seal of said state, this 17th day of Feb., A. D. 1855.

ALEXANDER STARNE,
Secretary of State.

AN ACT

TO INCORPORATE THE MADISON AND BELOIT RAIL-ROAD COMPANY.

The people of the State of Wisconsin, represented in Senate and Assembly, do enact as follows:

SEC. 1. George H. Slaughter, Thomas W. Sutherland, Thomas T. Whittlesey, Nathaniel W. Dean, Daniel B. Sneden, David L. Mills, Joseph B. Doe, A. Hyatt Smith, Edward V. Whiton, W. H. H. Bailey, Timothy Jackman, David Noggle, Alfred Field and John Hackett, together with such other persons as may hereafter become associated with them in the manner hereinafter prescribed, their successors and assigns, are hereby created a body corporate by the name of the "Madison and Beloit Rail-Road Company," and by that name shall be and are hereby made capable in law to purchase, hold and enjoy and retain to them and their successors, lands, tenements and hereditaments, so far as may be necessary for the purpose of said rail-road, and the same to sell, grant, rent, or in any manner dispose of, to contract and be contracted with, to sue and be sued, implead and be impleaded, answer and be answered, defend and be defended, and also to make, have and use a common seal, the same to alter, break or renew at their pleasure; and if either of the persons named in this section shall die, refuse or neglect to execute the powers and discharge the duties hereby created, it shall be the duty of the remaining persons hereinbefore named, or a majority of them, to appoint a suitable person or persons to fill such vacancy or vacancies so often as the same shall occur.

SEC. 2. The said corporation are hereby empowered to cause such examination or surveys to be made as shall be necessary to ascertain the most advantageous route whereon to construct a rail-road, and shall cause an estimate to be made of the probable cost thereof, [for each mile separately,]

and the said corporation shall be and they are hereby invested with the right to construct a rail-road with one or more railways or tracks from some convenient point in the village of Beloit, in the county of Rock, to the village of Janesville, and thence to some convenient point of termination in the village of Madison, in the county of Dane.

SEC. 3. The capital stock of said corporation shall be three hundred and fifty thousand dollars, and shall be divided into shares of one hundred dollars each, and five dollars on each share shall be paid at the time of subscribing.

SEC. 4. The above named persons, or a majority of them, are authorized to open books for receiving subscriptions to the capital stock of said company, and shall prescribe the form of such subscription, which books shall be opened within 18 months from the passage of said act, at such place or places as they may deem expedient, by giving thirty days' notice in some newspaper printed in the counties of Dane or Rock, and in such other place or places as may be thought advisable, of the time and place, or times and places, of opening said books, the said books to be kept open thirty days.

SEC. 5. So soon as said stock, or thirty thousand dollars thereof, shall have been subscribed, the above named persons, or the same number thereof as shall have given the notice above required, shall give like notice for the meeting of the stockholders to choose directors at some time at least thirty days thereafter, and at some place within said counties of Dane and Rock; and if at such time and place the holders of one-half or more of said stock subscribed shall attend, either in person or by lawful proxy, they shall proceed to choose from the stockholders, by ballot, nine directors, each share of capital stock entitling the owner to one vote; and at such election the persons named in the first section of this act, or those appointed by its provisions to fill vacancies which may have occurred, or any three of them, if no more be present, shall be inspectors of such election, and shall certify in writing, signed by them, or a majority of them, what persons are elected directors; and if two or more have an equal number of votes, such inspectors shall determine by lot which of

them shall be directors, to complete the number required, and shall certify the same in like manner; and such inspectors shall appoint the time and place of holding the first meeting of directors, at which meeting five shall form a board competent to transact all business of the company, and hereafter a new election of directors shall be made annually, at such times and places as the stockholders, at their first meeting, shall appoint; and if the stockholders at their first meeting shall fail to appoint the day of such election, then it shall be holden in the succeeding year, on the same day of the same month on which said first election was holden, unless the same shall be on the first day of the week, in which case it shall be holden on the day next succeeding; and if no election be made on the day appointed, said company shall not be dissolved, but such election may be made at any time appointed by the by-laws of said company; the said directors shall elect one of their number president, and shall appoint a secretary, treasurer, such engineers and other officers as they may find necessary, shall fix their compensation, and may require adequate security for the performance of their respective trusts.

Sec. 6. The directors may receive payment to the subscriptions to the capital stock at such time, in such proportion, not exceeding twenty-five per cent. at any one instalment, under such conditions as they shall deem fit, under the penalty of forfeiture of all previous payments thereon, or otherwise: *Provided*, They shall never require the payment to be made at any place out of the counties through which said road shall pass. And such directors shall, at least thirty days previous to the appointed time of such required payment, give notice thereof in the manner provided in the fourth section of this act for giving notice of the opening of the books of subscription for the stock of said company.

Sec. 7. The directors of said company shall have power to make, from time to time, all needful rules, regulations and by-laws, touching the business of said company, and to determine the number of tracks and railways upon said road, and the width thereof, and the description of carriages which may be used thereon, to regulate the amount of tolls

and the manner of collecting the same for such transportation, and to fix penalties for the breach of any such rules, regulations or by-laws, and to direct the mode and condition of transferring the stock of said company; and penalties provided for by the said by-laws may be sued for by any person authorized thereby, in the name of said company, and recover in an action of debt before any court having jurisdiction of the amount; and the said company may erect and maintain toll houses and such other buildings and fixtures as the accommodation of those using said road may require.

Repealed March 11, 1851.

SEC. 8. The said company shall have the right to enter upon any lands, to survey and lay down said road, not exceeding one hundred feet in width, and whenever any lands or materials shall be required for the construction of said road, and the same shall not be given or granted to said company, as to the compensation to be paid therefor, the person or persons claiming compensation as aforesaid, or if the owner or owners thereof are minors, insane persons or married women, the guardian or guardians of such minor or minors, and insane persons, and the husband of such married woman, may select for themselves an arbitrator, and the company shall select an arbitrator, and the two thus selected shall take to themselves a third, who shall be sworn and paid by said company as arbitrators between the parties, and render copies of their award to each of the parties in writing, from which award either party may appeal to the court of proper jurisdiction for the county in which such land or materials may have been situated; and in all cases in which compensation shall in any manner be claimed for lands where there has been no improvement made, it shall be the duty of the arbitrators and court to award a fair compensation for said lands and materials; and appeals in such cases shall, when taken, be in all respects proceeded in as appeals in other cases to said court, and brought into said court by filing the award with the clerk of said court, whose duty it shall be to enter the same on the docket of the said court, setting down the claimant or claimants as plaintiff, and the said company as defendant; and when the valuation so ascertained shall be paid or tendered by said company, said com-

pany shall have the same right to retain, own, hold and possess said lands and materials, as fully and absolutely as if the same had been granted and conveyed to said company by deed, as long as the same shall be used for the purposes of said road.

SEC. 9. The said company may construct the said rail-road across any public or private road, highway, stream of water or water-course, if the same shall be necessary, but the said company shall restore such road, highway, stream of water or water-course to its former state, or in a sufficient manner not to impair the usefulness of said road, highway, water or water-course to the owner or to the public.

Repealed March 11, 1851.

SEC. 10. All persons paying the toll aforesaid, may, with suitable and proper carriages, use and travel upon said road, always subject, however, to such rules and regulations as said company are authorized to make by the seventh section of this act.

Repealed March 11, 1851.

SEC. 11. So soon as the amount of tolls accruing and received from the use of said road or part thereof, according to the provisions of this act, shall exceed six per cent. on the amount of said capital stock paid in, after deducting therefrom the expenses and liabilities of said company, the directors of said company shall make a dividend of such net profits among the stockholders, in proportion to their respective shares, and no accumulative fund, exceeding one per cent. of the profits of said company, shall remain undivided for more than six months.

SEC. 12. If any person or persons shall wilfully obstruct, or in any way spoil, injure or destroy said road, or any thing belonging or incident thereto, or any materials to be used in the construction thereof, or any building, fixture or carriage erected or constructed for the use or convenience thereof, such person or persons shall each be liable for every such offence, to treble the damages sustained thereby, to be recovered in action of debt in any court having jurisdiction of the amount.

Repealed March 11, 1851.

SEC. 13. Whenever it shall become necessary in the location or construction of said road to pass through the land of any individual, it shall be the duty of said company to pro-

vide for said individual proper wagon ways; it shall be liable to such individual in treble the amount of damages occasioned by such neglect.

N. E. WHITESIDE,
Speaker of the Assembly.

J. E. HOLMES,
Lieutenant Governor and President of the Senate.

Approved August 19, 1848.

NELSON DEWEY.

AN ACT

TO AMEND AN ACT ENTITLED "AN ACT TO INCORPORATE THE MADISON AND BELOIT RAIL-ROAD COMPANY," APPROVED AUGUST 19, 1848.

The people of the State of Wisconsin, represented in Senate and Assembly, do enact as follows:

SEC. 1. The said company shall have power to change the location of the said rail-road, and to terminate the same at any point that to them shall seem expedient, on the south line of the state of Wisconsin, and at such termination as may unite with any other rail-road.

SEC. 2. The said company shall have the right to extend said road to any point on the Wisconsin river that to them shall seem proper.

SEC. 3. The said company shall have power to increase their capital stock to six hundred thousand dollars.

MOSES M. STRONG,
Speaker of the Assembly.

SAMUEL W. BEALL,
Lieut. Governor and President of the Senate.

Approved February 4, 1850.

NELSON DEWEY.

At a meeting of the directors of the Madison and Beloit Rail-Road Company, held at the office of Smith, Parker & Jordan, in Janesville, on the 14th day of February, 1850—present, A. Hyatt Smith, Timothy Jackman, Wm. F. Tompkins, Ira Miltimore, G. F. A. Atherton, Charles Stevens and Wm. A. Lawrence—the following act was read, to wit:

AN ACT

TO AMEND AN ACT ENTITLED "AN ACT TO INCORPORATE THE MADISON AND BELOIT RAIL-ROAD COMPANY."

The people of the State of Wisconsin, represented in Senate and Assembly, do enact as follows:

SEC. 1. The said company may extend their road from Janesville to Lake Winnebago, by way of Fort Atkinson, Jefferson and Watertown.

SEC. 2. For the purpose of such extension, the said company may add ten thousand shares, of one hundred dollars each, to its capital stock.

SEC. 3. This act shall take effect so soon as said company, by resolution adopted at a meeting of its board of directors, shall assent thereto, and from and after such time such company shall be known as the "Rock River Valley Union Rail-Road Company."

SEC. 4. The said company, whenever it shall deem the same expedient, may divide any portion of the capital stock of the company into shares of twenty five dollars each; and every member of said company shall be entitled to one vote therein for every twenty-five dollars of stock which he may own.

MOSES M. STRONG,
Speaker of the Assembly.

SAMUEL W. BEALL,
Lieut. Governor and President of the Senate.

Approved February 9, 1850.

NELSON DEWEY.

Whereupon, on motion of Wm. A. Lawrence, the following resolutions were unanimously adopted, to wit:

Resolved, That the act of the legislature of the state of Wisconsin, entitled an act to amend an act entitled an act to incorporate the Madison and Beloit Rail-Road Company, approved February 9, 1850, be, and the same is hereby assented to; and that the name of the Madison and Beloit Rail-Road Company be, and the same is hereby changed to the Rock River Valley Union Rail-Road Company.

Resolved, That ten thousand shares, of one hundred dollars each, be and the same are hereby added to the capital stock of said company, for the purpose of extending said road to Lake Winnebago.

Resolved, That the books for subscription to said stock be opened.

Adjourned, *sine die*.

A. Hyatt Smith, *President*.

Wm. A. Lawrence, *Secretary*.

AN ACT

TO AMEND THE CHARTER OF THE ROCK RIVER VALLEY UNION RAIL-ROAD COMPANY.

The People of the State of Wisconsin, represented in Senate and Assembly, do enact as follows:

Sec. 1. That said company shall have power and authority to extend the Rock River branch of the road to Lake Superior.

Sec. 2. Said company may, in its discretion, increase its capital stock three millions of dollars.

Sec. 3. Said company shall have power to increase its number of directors to any number not exceeding fifteen.

Sec. 4. The said company shall have the right to enter upon any lands, to survey and lay down said road, not ex-

ceeding one hundred and thirty feet in width, and also to enter upon any lands adjoining said road, and obtain therefrom sand, gravel, stone and other materials, as may be necessary for the construction of said road; and whenever any lands or materials shall be required for the construction of said road, and the same shall not be given or granted to said company, the compensation to be paid therefor by said company shall be ascertained in the manner following, to wit: said company shall apply to the judge of the circuit court of the first circuit for the appointment of three commissioners, whose duty it shall be, at the earliest practicable time after their appointment, to proceed to examine and assess the damages which may be sustained by the several owners or claimants of the lands through which the road of said company is located; and the said commissioners, in assessing said damages, shall deduct therefrom the benefit which said lands receive by the construction of said road. It shall be the duty of the said company to give thirty days' notice of their application for the appointment of said commissioners, in one or more newspapers published in each of the counties through which said road is laid out; and in case no newspaper is published in any one of said counties, then by posting up such notice on the door of the court house in said county, thirty days before the time of making such application; and it shall be the duty of said commissioners to cause ten days' notice of their meeting, to appraise the damage to any lands through which said road may run, to be given to the owner or claimant thereof; and in case said owner or claimant shall be a minor, insane person or married woman, then such notice shall be given to the guardian, committee or husband of such minor, insane person or married woman. Either party feeling himself aggrieved by the decision of said commissioners, may appeal to the circuit court of the county in which said land may be situated, and said appeal shall be tried in the same manner as any suit commenced therein: *Provided*, That said company shall not in any manner be delayed in the construction of their road by any such appeal, but may proceed immediately with such construction, on paying into the office of the clerk of

said court the amount of moneys awarded to the owner or owners of said lands, and filing a bond with said clerk to said owner or owners, binding said company to pay such further sum as may be finally awarded against said company. The notice to be given by the commissioners to the owners of lands required for the rail-road shall be in writing, and delivered to said owner or owners, or left at their usual place of residence, if residents of this state, or if non-residents, then said notice to be given in a newspaper published in the county in which said land is situated, at least four weeks before making such appraisement.

SEC. 5. Said company is authorized and empowered to connect its road with the road of any rail-road company or companies in the state of Illinois, or to become part owner or lessee of any rail-road in said state, and any rail-road company in said state of Illinois, duly organized under the laws of said state of Illinois, may connect its road [with] the road of said company, and may, in like manner, with consent of said company, become part owner or lessee of the road of said company, or of any of its branches, or any portion thereof, situated in this state.

SEC. 6. Said company is hereby authorized to borrow money to be expended in the construction and equipment of their said road and its appendages, and to issue bonds for the payment [thereof] in the usual form, said bonds not to exceed in the aggregate, at the period of the completion of said road, three-fourths of the whole amount actually expended on said road and its appendages as aforesaid; and may make and execute, in the corporate name of said company, all necessary writings, notes, bonds or other papers for any liabilit[y] that it may incur in the construction or equipment of said road.

SEC. 7. The said company is hereby authorized and empowered to construct their said rail-road and its branches in sections, as fast as they may obtain the means for so doing, and the franchise of the portions so completed and put in operation shall vest in said company the same as though the whole were completed.

SEC. 9. Section 2 of the act to incorporate said company under the name of the Madison and Beloit Rail-Road Com-

pany, approved August 19, 1848, is hereby amended by striking from said section the words "for each mile separately."

SEC. 10. Sections 8, 10, 11 and 13 of the act incorporating said company, entitled "An act to incorporate the Madison and Beloit Rail-Road Company," approved August 19, 1848, are hereby repealed.

FREDERICK W. HORN,
Speaker of the Assembly.

SAMUEL W. BEALL,
President of the Senate.

Approved March 11, 1851.

OFFICE OF THE ROCK RIVER VALLEY UNION R. R. Co.
Janesville, March 19, 1851.

At a meeting of the board of directors of said company this day—present, Messrs. Macy, Smith, Atherton, Jackman and Lawrence, directors—the following resolution was unanimously adopted, to wit:

Resolved, That the act of the legislature of the state of Wisconsin, entitled "An act to amend the charter of the Rock River Valley Union Rail-Road Company," approved March 11, 1851, be, and the same is hereby accepted and approved by this company.

A. HYATT SMITH, *President.*

WM. A. LAWRENCE, *Secretary.*

AN ACT

TO AMEND AN ACT ENTITLED "AN ACT TO AMEND THE CHARTER OF THE ROCK RIVER VALLEY UNION RAIL-ROAD COMPANY," APPROVED MARCH 11, 1851, AND TO AUTHORIZE SAID COMPANY TO EXTEND THEIR ROAD.

The people of the State of Wisconsin, represented in Senate and Assembly, do enact as follows:

SEC. 1. The said company shall have the right to enter upon any lands, to survey and lay down their road, of the width provided in the act to which this [is] amendatory, and also to enter upon any lands adjoining said road, and obtain therefrom earth, gravel, stone and other materials, necessary for the construction of said road; and whenever any land or materials shall be required for the construction of said road, and the same shall not be given or granted to the said company, the compensation to be paid therefor shall be ascertained as follows: the commissioners, George H. Williston, Charles Billinghurst and Orrin Densmore, heretofore appointed by the judge of the circuit court of the first circuit, and their successors, shall proceed, at the request of the said company, to assess the damages which may be sustained by the several owners or claimants of the lands through which the road of the said company is located, and shall give or cause to be given to the owner or occupant claiming damages, four days' notice of their meeting to appraise and assess the damages for taking of lands through which the said road may run, to the person or persons entitled to the same.

SEC. 2. The said company, before opening their road through inclosed ground, shall erect such fencing as shall preserve such inclosure entire, and shall, before they commence to use their road as a rail-road, erect a good and sufficient fence on both sides of the said road, through all such inclosed ground, and shall maintain the same.

SEC. 3. The notice mentioned in the first section of this act may be served upon the owner or occupant of the land, by delivering a copy to him, or leaving the same at the dwelling-house or place of business of the said owner or occupant, with some person of suitable age and discretion.

SEC. 4. In case that the owner shall be a minor, insane person or married woman, then it shall be sufficient to serve the said notice on the guardian of said minor, committee of said insane person, said married woman and her husband.

SEC. 5. If there shall be incumbrances upon the land taken for the said road, it shall be sufficient for the said company to deposit the amount of the award with the clerk of the court of the county where the land lies, and the written receipt of the said clerk, upon the duplicate award in the possession of the company, shall be legal evidence of the payment of the said award.

SEC. 6. The said clerk shall pay over to the said owner the said amount so deposited, upon the said owner producing to him the certificates of the register of deeds, and the clerk of the board of supervisors and clerk of the court of the county where the land lies, that the title to the said land is in the said claimant or owner, and that there are no incumbrances upon the same.

SEC. 7. It shall be the duty of the said commissioners to make out duplicate statements of their award, and deliver, or cause to be delivered, one to the owner or occupant, the other to the said company, and shall acknowledge the said statements, and deliver the same to said company, which said statement shall be recorded in the office of the register of deeds of the county in which the land lies.

SEC. 8. The recording of the said statement of award, and the payment or tender of the amount thereof to the owner, and in case of incumbrances, the deposit with the clerk, as provided in the sixth section, shall vest in the said company, the easement of the said land so taken for the construction of the said road; and the said company shall have the exclusive right to the perpetual use of the same for the purpose

of erecting, maintaining, running and using the said road for all the purposes of a rail-road.

SEC. 9. When an assessment shall have been made to a minor or insane person, it shall be sufficient for the said company to pay the amount of the said award into the probate court, by said court to be disposed of according to law.

SEC. 10. If there shall be no occupant upon the land through which the said road is located, and in case the owner does not reside in the county where the land lies, then it shall be sufficient for the said commissioners to give four weeks' notice of their meeting to assess the said damages, in a newspaper published in said county, and in case there is no newspaper published in said county, then in a newspaper at the seat of government.

SEC. 11. In case any or all of the said commissioners shall at any time die, resign, or for any other cause fail to execute the duties required of them, it shall be the duty of any judge of the supreme court of this state to appoint other persons as commissioners to perform the said duties: *Provided*, That the judge appointing such commissioners shall have no stock in said company, nor be in any manner interested in the same, and that the said commissioners shall hold no stock in the said company, nor be in any wise interested in the same.

SEC. 12. Said company shall apply to any of the said judges for the supplying of the said vacancies in the said commission, and shall give four weeks' notice of their application, in one or more newspapers in each of the counties through which the said road is located, and in case no newspaper is published in any of the said counties, the said notice shall be published in one of the newspapers at the seat of government.

SEC. 13. In any suit in any court in this state, either in law or equity, in which the said appointment of the said commissioners, George H. Williston, Charles Billinghurst and Orrin Densmore, or their successors, shall come in question, the written order or certificate of the judge of the circuit court of the first circuit, or of any other judge of the supreme court of this state, shall be *prima facie* evidence that the

requisite notice has been given, and that the said appointment is in all respects legal and regular.

Sec. 14. After any assessment has been made, and the written statement of the award delivered by the commissioners, either party feeling himself aggrieved, may appeal to the circuit court of the county where the land lies, within twenty days after the delivery of the said statement.

Sec. 15. In case either party shall appeal from the award of the said commissioners, the said company shall, within ten days after notice of the appeal, to be served according to the rules and practice of the courts, cause to be executed a bond, signed on behalf of the company by an authorized agent or attorney of said company, and also by one or more persons as sureties, who shall justify their responsibility on oath, before some officer authorized to administer oaths, in three times the amount of the said award.

Sec. 16. The condition of the said bond shall be, to pay any sum that may be found on the trial of the said appeal in favor of the said claimant, together with the costs of said appeal.

Sec. 17. In case of appeals by a claimant, if the judgment shall be for a less sum than the said award, the said company shall be entitled to receive the surplus in the hands of the said clerk, and if the said appellant shall not recover more than five dollars on the trial of the said appeal against the said company, the said company shall recover full costs against said appellant.

Sec. 18. If the said company shall comply with the requisitions in case of appeal, and shall have recorded the duplicate statement of award, the land taken for the construction of the said road shall vest in the said company, as provided by this act.

Sec. 19. On the trial of any appeal case, from the award of the said commissioners, or hereafter to be made, the jury or the court, as the case may be, shall, in assessing the damages, be governed by the provisions of the act relating to benefits, and shall in all cases exclude from their consideration the fencing of the road through the land taken for the construction of the said road, where said road runs through inclosed grounds.

SEC. 20. No injunction shall be allowed to issue against the said company without the complainant shall give ten days' notice of the application of the same.

SEC. 21. The circuit courts in and for the counties through which said road is located, shall have full power to make such rules as they shall see fit, touching appeals taken under the provisions of this act.

SEC. 22. Said company shall have power to extend their road from its point of intersection on the Wisconsin river to the village of La Crosse, in the county of La Crosse, and from thence to Willow river and St. Croix Falls, in the county of St. Croix: *Provided*, That any other road may intersect with and enter upon said road, and run trains of cars and transport passengers and merchandise, and all other property of any and all kinds whatsoever, upon such terms as may be agreed upon by the companies making the connection, or by three commissioners, to be appointed by the supreme court upon application of either party, and upon such notice as said court may direct.

SEC. 23. The said company shall commence the construction of the said extension from the Wisconsin river to La Crosse within two years, and shall complete the same within ten years from the passage of this act, or shall forfeit the right to make such extension.

SEC. 24. Said company shall have power and authority, in their discretion, to increase its capital stock three millions of dollars.

SEC. 25. This act shall take effect so soon as the board of directors, by a resolution, shall assent to the same, a copy of which resolution, certified under the seal of the said company, shall be deposited with the secretary of state.

J. McM. SHAFTER,
Speaker of the Assembly.

E. B. DEAN, JR.,
President, pro tem., of the Senate.

Approved April 1, 1852.

LEONARD J. FARWELL.

[Published April 7, 1852.]

OFFICE OF THE ROCK RIVER VALLEY UNION RAIL-ROAD CO.
New-York, May 6, 1852.

At a meeting of the board of directors of this company, held this day, at their office in New-York—present, Messrs. A. Hyatt Smith, president, John B. Macy, Wm. A. Lawrence, William Ward and Joseph B. Doe, a quorum of said board—the following resolution was adopted, to wit:

Resolved, That the act of the legislature of the state of Wisconsin, entitled "An act to amend an act entitled 'an act to amend the charter of the Rock River Valley Union Rail-Road Company, approved March 11, 1852,' and to authorize said company to extend their road," which said act was approved April 1st, 1852, be, and the same is hereby accepted, assented to and approved of by this company, and the secretary is hereby directed to transmit and deposit with the secretary of state of the state of Wisconsin a copy of this resolution, sealed with the seal of this corporation, and signed by the president and secretary of this company. [L. S.]

We, the president and secretary of the R. R. V. U. R. R. Co., do hereby certify that the foregoing is a true copy of the original resolution adopted by the board of directors of said company, May 6th, 1852.

A. HYATT SMITH, *President.*

WM. A. LAWRENCE, *Secretary.*

STATE OF WISCONSIN, *Secretary's Office*, } ss.

Filed May 14th, 1852. J. W. HUNT,
Deputy Secretary of State.

STATE OF WISCONSIN, *Secretary's Office*, } ss.

I, Charles D. Robinson, secretary of state of said state, hereby certify, that I have compared the law published in

this book with the original acts deposited in this office, and that the same appear to be correctly printed.

Witness my hand and the great seal of the state, at the capitol in Madison, this twenty-fifth day of June, A. D. 1852.

[L. s.]

CHAS. D. ROBINSON,
Secretary of State.

By JOHN W. HUNT, *Deputy.*

AN ACT

TO AUTHORIZE RAIL-ROAD COMPANIES IN THIS STATE TO CONSTRUCT ACROSS HIGHWAYS, STREETS AND WATER-COURSES.

The people of the State of Wisconsin, represented in Senate and Assembly, do enact as follows:

Where company may construct road.

SEC. 1. Any rail-road company constructing a rail-road in this state, shall have power, and they are hereby authorized to erect and construct their road or roads across, along or upon any stream of water, water-course, road, highway, street or canal, which the rail-road of any company, being constructed or to be constructed in this state, may touch or interest, [intersect,] but in every instance the said stream of water, water-course, road, highway, street or canal, which shall be so touched or intersected as aforesaid, shall be finally restored to its former usefulness. And whenever the track of any rail-road shall touch, intersect or cross any road, highway or street, such road, highway or street may be carried over or under the said rail-road, as may be found most expedient for the public good. And in case any embankment or cut, in the construction of any rail-road, shall make it necessary to change the course and direction of any highway, road or street, it shall be lawful for any company constructing its road, to so change the course or direction of such road, highway or street: *Provided*, That the distance of any road, Proviso.

highway or street, shall not be lengthened more than five rods, nor changed from its original course more than six rods, by such change of course or direction.

Dimensions of passage-way.

SEC. 2. Whenever it shall be necessary, by means of an embankment, in the construction of any rail-road in this state, it shall be necessary to erect a bridge or arched culvert over any highway, road or street, it shall be lawful for any rail-road company to construct the same, so as to give a clear passage-way along the said highway, road or street so bridged or arched, of twenty feet.

SEC. 3. This act shall take effect from and after its passage.

Approved March 17, 1853.

AN ACT

CONCERNING RAIL-ROAD COMPANIES. PUBLISHED, APRIL 22, 1854.

The people of the State of Wisconsin, represented in Senate and Assembly, do enact as follows:

Directors of rail-road company authorized to increase their capital stock.

SEC. 1. The directors of every rail-road company organized, or which may be organized under any legislative enactment of this state, shall have power, and they are hereby authorized to increase the capital stock of their respective companies to an amount equal to, and not exceeding the entire cost of the road of such company, including the stocking and equipment thereof. And it shall not be necessary to make such increase at one time, but the same may be done by resolution, at different times, as need or occasion may require.

No judge to be disqualified from sitting in suits to which company is a party, because he is a stockholder.

SEC. 2. No judge of any circuit or county court, before whom any suit or matter shall be pending, in which any rail-road company is a party, shall be disqualified from sitting as a judge in such suit or matter, or from hearing, trying and deciding the same, for the reason that such judge is a stockholder in such rail-road company.

SEC. 3. This act shall be printed by the state printer immediately upon the passage thereof, and when so published, shall take effect and be in full force.

Approved April 1, 1854.

AN ACT

TAXING RAIL-ROADS AND PLANK ROADS. PUBLISHED APRIL 10, 1854.

The People of the State of Wisconsin, represented in Senate and Assembly, do enact as follows:

Rail-road companies to make annual statement of gross receipts &c.

SEC. 1. That the several rail-road companies and plank road companies now organized or hereafter organized in this state, and completed in whole or in part, and being operated or used, shall, on or before the tenth day of January in each year, make out and return, or cause to be made out and returned to the treasurer of this state, a true and just statement of the gross earnings of their respective roads for the preceding year, up to the first day of January; which statement shall be verified by the affidavit of the secretary and treasurer of each respective company.

Shall pay tax, &c.

SEC. 2. It shall be the duty of the said rail-road companies and plank road companies, to pay or cause to be paid to the treasurer of the state, for the use of the state, on or before the tenth day of January in each year, a sum equal to one per centum of the gross earnings of their respective roads so returned, which amount of tax shall take the place and be in full of all of the taxes of every name and kind upon said roads, or other property belonging to said companies, or the stock held by individuals therein, and it shall not be lawful to levy or assess thereupon any other or further assessment or tax, for any purpose whatsoever; but when a rail-road or plank road lies partly within this state and partly in another state or territory, the company shall pay such proportion of one per centum upon the gross earnings of the whole road so returned, as the length of that portion of the road within this state bears to the whole length of said road.

Where rail-road lies only partly in this state.

Forfeitures by rail-road companies for neglect of provisions of this act.

SEC. 3. If any rail-road company or its officers shall fail to comply with the requirements of this act, such company shall forfeit to the treasurer of this state, for the use of the state, the sum of ten thousand dollars, for each case of neglect, to be recovered in the name of the state treasurer by action of debt on this statute.

Where companies fail to make returns, state treasurer to assess the one per cent.

SEC. 5. If any rail-road or plank road company shall fail to make the return required by this act, the treasurer of the state shall ascertain, as near as may be, the gross earnings of such delinquent company, and assess thereupon the said one per centum, and shall seize and lay upon the whole or any part of the property, rights and franchises of said company, and after giving ten days' public notice of the time and place of sale, shall proceed to sell at public auction the same, to satisfy the amount thereof, together with all costs and disbursements (to be taxed by the attorney-general of the state) incurred in making such assessments and sale thereof. *Provided, however,* That nothing herein contained shall be so construed as to defeat the right of the treasurer in behalf of the state, to sue for and recover the penalties prescribed in sections three and four of this act.

Proviso.

Approved April 1, 1854.

AN ACT

TO AUTHORIZE THE RAIL-ROAD COMPANIES THEREIN NAMED TO CONSOLIDATE THEIR CAPITAL STOCK.

The people of the State of Wisconsin, represented in Senate and Assembly, do enact as follows:

SEC. 1. The Illinois and Wisconsin Rail-Road Company, in the state of Illinois, and the Rock River Valley Union Rail-Road Company, in this state, are hereby authorized and empowered to consolidate the capital stock of the two companies under the direction of one board of directors, of not more than fifteen and not less than seven.

SEC. 2. The two companies, when consolidated and placed under the direction of one board of directors, may select, choose and nominate for itself any name that a majority of the directors may deem fit, and may adopt a common seal, and alter the same at will; and after the said companies have consolidated, selected and chosen a name as aforesaid, it shall deposit with the secretary of state of this state a certificate, signed by the president and secretary of the company so consolidated as aforesaid; and the said company shall be known by the name so selected, chosen and certified, and under such name may contract and be contracted with, sue and be sued, plead and be impleaded, and shall have all the rights, privileges and franchises conferred on the said companies by the laws of the states of Illinois and Wisconsin respectively, the same, and not otherwise, as though the said consolidation had not taken place, and the right of way may be taken in the same manner in all respects as though the said companies had not consolidated.

SEC. 3. The board of directors of the two companies respectively are authorized to complete the said consolidation by contract, and for that purpose may meet at any place in this state, or the state of Illinois, and shall file a copy of the articles of consolidation with the secretary of state of this state and the state of Illinois; and in the event of the sale of the railway, depot, grounds, franchises and property of the Rock River Valley Union Rail-Road Company, under any mortgage now in existence, and being an incumbrance thereon, the same right, franchises and immunities shall accrue, inure and pass to the purchasers and their associates under said sale that are granted to the said company by the laws of this state, and the same consolidation may be made as well after said sale as before; and the present board of directors of the said company, with the consent of the said purchasers, may remain and direct the affairs, and control the property of the said company after the said sale, until the time fixed by law for the next election of directors, or until the consolidation shall take place, the same as though the said sale had not been made.

SEC. 4. The consolidated company shall hold an election

of directors on the first Tuesday of October of each year, unless otherwise directed by the by-laws of said company, at a place to be selected in one of the counties in the state of Illinois, or this state, through which the said rail-road passes, by the board of directors; and notice of said election shall be given to the stockholders by four weeks' publication in one newspaper published in Chicago, in one at Madison, in one at Fond du Lac, and in one at Janesville; and the said election shall be conducted after the manner provided in the charter of the Rock River Valley Union Rail-Road Company, and the by-laws to be adopted by the consolidated company.

SEC. 5. The said consolidated company shall be and remain subject to the laws of the state of Wisconsin and the state of Illinois, respectively, and shall have, in all respects, the same privileges as though this consolidation had not taken place: *Provided*, The laws of the state of Illinois shall have no force or effect in the state of Wisconsin, under the provisions of this act.

SEC. 6. After consolidation as aforesaid, and before the first election of directors by the stockholders, the affairs of the consolidated company shall be managed by the directors of the two companies acting jointly; and as soon after consolidation as it may be deemed expedient to organize said consolidated company, said joint board of directors shall meet and elect a president, vice-president and secretary, and treasurer; and the said consolidated company being thus organized, may make and execute, in their corporate name, all such writings, notes, bonds or mortgages of their real or personal property, or any part thereof, as they may deem necessary to secure the payment of any liability incurred, or to be incurred, in the construction and equipment of their road, and may agree, in such notes, bonds and mortgages, to pay such rate of interest as they may think proper, not exceeding ten per cent. per annum, and may sell and dispose of said notes, bonds and mortgages at par, or at such prices above or below par as they shall think proper.

SEC. 7. All municipal corporations, towns, villages or cities, which have by law been authorized to loan their

credit to the said Rock River Valley Union Rail-Road Company, are hereby authorized to loan their credit to said consolidated company, to the same extent and on the same terms as by law said corporations, towns, villages or cities are now authorized to loan their credit to the said Rock River Valley Union Rail-Road Company.

SEC. 8. This act shall take effect from and after its passage.

C. C. SHOLES,
Speaker of the Assembly.

JAMES T. LEWIS,
Lieut. Governor and President of the Senate.

Approved March 10, 1855.

WM. A. BARSTOW.

STATE OF WISCONSIN, } ss.
Secretary's Office, }

The secretary of state of the state of Wisconsin does hereby certify, that the foregoing act hereto annexed has been compared with the original enrolled act deposited in this office, and that the same is a true copy thereof, and of the whole of such original.

In witness whereof, I have hereunto set my hand and affixed the great seal of the state, at the [L. S.] capitol, in Madison, this 16th day of March, 1855.

JOHN W. HUNT,
Ass't Secretary of State.

THE NORTHWESTERN RAIL-ROAD COMPANY.

On the 17th of April, 1852, the legislature of Wisconsin passed an act to create Otis Hoyt, Hiram Knowlton, Timothy Burns, B. Allen and John B. Hoyt, their associates, suc-

cessors and assigns, a body corporate, by the name of the Northwestern Rail-Road Company.

Sections 5 and 11 of said act are as follows:

Route of road.

SEC. 5. Said company shall have full power to construct a rail-road from the Falls of St. Croix, in the county of St. Croix, by the way of Willow River, to the Wisconsin River, at the most practicable point for crossing said river, and on the shortest and best route for reaching said point, and from thence to Madison, in Dane county; and the capital stock of the said company shall be two million dollars, and shall be divided into shares of one hundred dollars each.

Power to construct road.

SEC. 11. The said company shall have power to locate and construct a rail-road, with a single or double track, and shall have power to transport, take and carry property and persons upon the same by power and force of steam, of animals, or of any mechanical or other power, or by any combination of them; and they shall also have power to make, conduct and erect all such side-track, turn-outs and connecting tracks, and also such warehouses, toll-houses, machine-shops, carriages, cars, and other works and appendages, as may be necessary for the convenience of the company, for the use of the said rail-road, and also to connect said rail-road, and operate the same with other rail-roads and branch rail-roads in the state of Wisconsin, and consolidate the capital stock of the said company with the capital stock of any rail-road company with which the roads of the said company shall intersect, and shall have full power to place the road of this company, and its capital stock so consolidated, under the direction of a joint board of directors, to be chosen on such terms as the directors of the companies consolidating their capital stock shall agree upon; and the board so constituted shall have power to adopt such name as they may see fit, and may alter the same at will, and shall upon such adoption or alteration [*shall*] give proper notice of the same in a newspaper published in Madison.

AN ACT

FOR THE PROTECTION OF LABORERS ON RAIL-ROADS.

The people of the State of Wisconsin, represented in Senate and Assembly, do enact as follows:

Rail-road corporations responsible to laborers.

SEC. 1. All rail-road corporations within this state shall be responsible and obligated in law to the laborers on the line or lines of rail-roads being constructed by said corporations, and are responsible and liable to pay for all labor performed by said laborers severally, upon said road or roads, to the persons performing such labor; and it shall be the duty of said corporations to require of all contractors or sub-contractors ample bond or other security, satisfactory to said corporations, conditioned that all laborers on said road or roads shall be first paid before the estimates due said contractors or sub-contractors, by said corporations, shall be paid by said companies to said contractor or contractors, sub-contractor or sub-contractors, and for the purposes of this act, all the usual remedies by action are given to any and all such laborers, against any such corporation. The provisions of this act shall apply to all incorporated companies in this state. No suit shall be maintained under the provisions of this act until such laborer shall have given thirty days' notice, in writing, to the president or secretary of such company, that wages are due him, and that the company is required to make payment for such wages so due, stating the amount claimed.

Contractors to give bond.

Laborers to give notice.

SEC. 2. This act shall take effect and be in force from and after its passage.

Approved March 31, 1855.

AN ACT

TO PROVIDE FOR REGULATING RAIL-ROAD CROSSINGS.

The people of the State of Wisconsin, represented in Senate and Assembly, do enact as follows:

To regulate rail-road crossings.

SEC. 1. Whenever the track or line of any rail-road built or projected by any rail-road company in this state, pursuant to its charter, shall cross the track or line of any other rail-road in this state, so built or projected, the president of either company may apply to the judge of the circuit court of the circuit within which such point of crossing may be, for the appointment of commissioners for the purposes hereinafter specified.

Notice to be served on president and secretary.

SEC. 2. A written notice, specifying the time and place when and where such application will be made before the judge, shall be served at least ten days before such time, on the president or secretary of the other rail-road company.

Judge to appoint commissioners.

SEC. 3. On such application and proof of the service of such notice, the judge shall appoint three disinterested commissioners, who shall be competent men and possessed of practical knowledge on the subject, to prescribe the manner in which said rail-roads may cross each other—the regulations to be observed by each company in respect to the running of trains over its road, at and near the point of intersection—the compensation to be paid by either company for the right of way across the track or adjoining lands of the other company, which may first have obtained a right of way across the lands at the point of intersection, and all other rules and regulations necessary to secure the rights, convenience and safety of said company and of passengers.

Commissioners to take oath.

SEC. 4. The commissioners shall be sworn faithfully to discharge the duties of their appointment, and shall cause notice in writing, of not less than ten days, to be given to the president or secretary of each company personally, stating the time and place when and where they will meet to decide

upon the matter, which time shall not be more than thirty days after their appointment, unless a vacancy shall happen, which may make a longer time necessary. They shall examine the premises and hear all proofs of arguments submitted by the parties, and may adjourn from time to time, not exceeding fifteen days in all, giving due notice thereof to both parties, and shall, within that time, make an order in writing, specifying clearly all the particulars required by section three of this act, in which a majority of them shall concur; and either company, on complying with all the conditions prescribed in such order, shall be permitted to construct its road across the line or track of such other road, and run engines and trains under the regulations or restrictions specified in such order.

To file order.

SEC. 5. The commissioners shall forthwith file such order in the office of the clerk of the court of the county in which said rail-roads cross, and cause a copy thereof to be delivered to the president or secretary of each company; and either company may appeal from the decision of the commissioners, within ten days after the filing of the order and delivery of the copy, by filing a notice of appeal with the clerk of the court, and serving a copy of the notice on the president or secretary of the other company, which appeal shall be to the circuit court of the same county.

Company may appeal.

Appeal to be tried by court.

SEC. 6. Such appeal shall be tried by the court, and if the court shall find that the proceedings of the commissioners have not been in conformity with this act, or that their decision is unjust or unreasonable, the same shall be reversed, otherwise it shall be affirmed. On reversing such decision, the court shall immediately appoint three commissioners, who shall proceed, as above provided, to another hearing and determination; *Provided*, That either party may require that the amount of the compensation to be paid by either company as aforesaid, shall be determined by a jury.

Proviso.

SEC. 7. The judge shall, from time to time, appoint new commissioners, on the same notice as above provided, on the first application to fill vacancies, or in case those before appointed shall have failed to complete their duties.

SEC. 8. The fees of the commissioners shall be paid by the

Fees of commissioners.

company making the application; and on all costs on an appeal, as the court shall order.

SEC. 9. If the president of either company shall so request, the commissioners shall direct, in their order, that the road of said company may cross the other road on the grade of such other road, and prescribe such regulations respecting the stoppage of trains on the said road, (first mentioned in this section,) near the point of crossing, as the commissioners may deem necessary to secure safety on both roads.

SEC. 10. No company which shall have obtained the right of way, and constructed its road at the point of intersection, before the application for the appointment of commissioners may be made, shall be required to alter the grade or change the location of its road, or be required to defray any part of the expense of the crossing, or of the proceedings under this act.

SEC. 11. This act shall take effect from and after its passage and publication.

Approved April 2, 1855.

ARTICLES OF CONSOLIDATION

Made and entered into this thirtieth day of March, A. D., one thousand eight hundred and fifty-five, between the Illinois and Wisconsin Rail-Road Company, a corporation created and existing by and under the authority of the laws of the State of Illinois, for the purpose of constructing, operating and maintaining a rail-road in said State, party of the first part, and the Rock River Valley Union Rail-Road Company, a corporation existing under and by the laws of the State of Wisconsin, for the purpose of constructing, maintaining and operating certain rail-roads in said State of Wisconsin of the second part.

Whereas, heretofore, that is to say, on the twenty-fourth day of March, one thousand eight hundred and fifty-five, all that portion of the rail-road, road-bed, rolling stock, franchises and property of every description of the said Rock River Valley Union Rail-Road Company, described and embraced in a certain indenture of mortgage made by said Rock River Valley Union Rail-Road Company to Robert J. Walker, bearing date on the ninth day of September, one thousand eight hundred and fifty-one, (being all that part of the line of said rail-road from Fond du Lac, on Lake Winnebago, to the southern boundary of the State of Wisconsin, together with all the appurtenances, franchises and property of said company, movable or immovable, in any way connected with said part of said road,) was sold under and by virtue of said mortgage to William B. Ogden, of the City of Chicago, and John H. Hicks and Charles C. Walden, of the City of New-York; which said purchase of said portion of said rail-road, and its appurtenances and property, at said mortgage sale, was made for the benefit and interest of said bondholders, under and by virtue of certain instruments signed by said bondholders, and copies whereof are hereto annexed.

And whereas the rail-roads of the said Illinois and Wis-

consin Rail-Road Company, and said Rock River Valley Union Rail-Road Company, including the said portion of said Rock River Valley Union Rail-Road which was purchased as aforesaid by said William B. Ogden, John H. Hicks and Charles C. Walden, connect with each other at the north line of the said State of Illinois, and the roads of said companies by said connection form a continuous line of rail-road to the full extent of the lines of said respective rail-roads, as the same are authorized by the laws and enactments of the said States of Illinois and Wisconsin.

And whereas it is desirable that all the lines of rail-road and franchises of the said two companies, including as well the portion of the said Rock River Valley Union Rail-Road and its franchises, so as aforesaid purchased at the said sale, had under the said mortgage as the portion thereof, and of its franchises not embraced in said mortgage and sale, should be consolidated and brought under the management and control of one board of directors:

And whereas the said William B. Ogden, John H. Hicks and Charles C. Walden, the purchasers aforesaid, did, by an instrument in writing, bearing date the twenty-fourth day of March, one thousand eight hundred and fifty-five, a copy of which is hereto duly annexed, executed under their hands and seals, according to the provisions of an act of the legislature of the State of Wisconsin, approved March tenth, one thousand eight hundred and fifty-five, consent that the said board of directors of the said Rock River Valley Union Rail-Road Company, parties of the second part hereto, should remain in possession of and direct the affairs and control the property of the said company in the same manner as they might or could lawfully do if the sale of said portion of said road and its franchises had not taken place:

And whereas the said parties of the first part and second part have, by their respective boards of directors, mutually agreed to consolidate their respective capitals with each other, and to merge and consolidate the stock of their respective companies, and make one joint stock company of their two rail-roads; and to consolidate the property and stock of

the said parties of the first and second parts, and their respective corporations, upon the terms and conditions hereinafter stated and declared; which said terms and conditions have been agreed to and approved by the board of directors of each of the said corporations, at meetings duly held of said respective boards, by resolutions duly passed by said boards of directors respectively:

And whereas the said parties are duly authorized by law to consolidate in the manner hereinafter provided, now, therefore, these presents witness, that in consideration of the premises, and in consideration of the mutual execution of these presents, the said party of the first part and the said party of the second part do hereby unite, consolidate and combine all the rights, franchises and privileges which are respectively granted by the enactments, laws and charters of the said States of Illinois and Wisconsin, to the said several corporations, including as well the portion of said Rock River Valley Union Rail-Road and its franchises, so as aforesaid purchased at the sale had under the said mortgage, as all other the rail-roads, rights, franchises and privileges of the said corporations, each of them into one company and corporation, to be hereafter known and designated by the name of the Chicago, St. Paul and Fond du Lac Rail-Road Company, which said company, as hereby created and consolidated, shall henceforth have and possess all and singular the rights, powers, franchises and immunities which are or have been heretofore, by the laws or enactments of said States of Illinois and Wisconsin, vested in, given to or conferred upon said Illinois and Wisconsin Rail-Road Company and said Rock River Valley Union Rail-Road Company respectively. And the said party of the first part hereto doth, in consideration of the premises, hereby grant, sell, convey, alien, confirm, transfer and assign unto the said The Chicago, St. Paul and Fond du Lac Rail-Road Company, as the same is hereby created and consolidated, all and singular the franchises, corporate privileges, rights, real estates, depot grounds, rights of way, road-bed, rail-road, iron rails, engines, cars, machinery, rolling stock, debt, dues, demands, choses in action, rights

of action and property of every description, name and nature in which said Illinois and Wisconsin Rail-Road Company has any right, title or interest, whether in possession, reversion or remainder; and the same, together with all appurtenances, shall be, from henceforth, held, owned, used or controlled by the said The Chicago, St. Paul and Fond du Lac Rail-Road Company, in all respects as fully and completely, and with the same rights as the same are now held, owned, used and controlled by the said Illinois and Wisconsin Rail-Road Company, as the same existed prior and up to the time of said consolidation.

And the said party of the second part, in consideration of the premises, doth hereby grant, bargain, sell, alien, confirm, convey, transfer and assign unto the said The Chicago, St. Paul and Fond du Lac Rail-Road Company all the corporate franchises, rights, privileges, real estate, land, depots, depot grounds, right of way, road-bed, rail-road, iron rails, engines, cars, machinery, rolling stock, debts, dues, demands, choses in action, and rights in action and property of every description, name and nature, in or to which said Rock River Valley Union Rail-Road Company has any right, title or interest, whether in possession, or reversion, or remainder; and especially does said party of the second part grant, sell, assign, transfer, alien, confirm and set over to the said The Chicago, St. Paul and Fond du Lac Rail-Road Company, all and the entire power which has, by its act of incorporation, and any and all acts amendatory thereof, been conferred upon said Rock River Valley Union Rail-Road Company to construct and extend its rail-road, and all branches or extensions thereof, with the intent and meaning and to the end that the said The Chicago, St. Paul and Fond du Lac Rail-Road Company may construct, operate, complete and maintain any and all rail-roads which said party of the second part is, by said act of incorporation and acts amendatory thereof, authorized or empowered to construct and maintain.

And also all stock subscriptions and agreements for stock subscriptions, and contracts for the loaning of credit, endorsement or otherwise held by or made with said Rock River

Valley Union Rail-Road Company, or by its agents or attorneys, for its benefit, with any person or persons, or with any towns, cities or counties, or municipal corporations, and the same, together with all appurtenances, shall be from henceforth held, owned, used and controlled by the said The Chicago, St. Paul and Fond du Lac Rail-Road Company, as the same is hereby constituted and consolidated, in all respects as fully and completely, and with the same rights as the same are now held, owned, used and controlled by the said Rock River Valley Union Rail-Road Company, as the same existed prior and up to the time of said consolidation. And it is hereby mutually agreed, between the parties hereto, that the capital stock of said The Chicago, St. Paul and Fond du Lac Rail-Road Company, as the same is hereby constituted by said consolidation, shall be and is hereby fixed at the sum of six millions of dollars, (with the privilege of increasing the same according to law,) which said capital stock shall be divided into shares of one hundred (100) dollars each.

And all the stock which has been issued by said Illinois and Wisconsin Rail-Road Company, and all the stock which has been issued by said Rock River Valley Union Rail-Road Company which is now outstanding and held by *bona fide* holders, may be surrendered, and in place thereof there shall be issued to the holder or holders of said stock, or his or their assign or assigns, an equal number of shares in the stock of the said consolidated company.

And it is further mutually agreed between the parties hereto, that all bonds which have been heretofore properly and justly issued by said Illinois and Wisconsin and Rock River Valley Union Rail-Road Companies, and also all just and *bona fide* debts which are owing by either of said corporations, may be converted into the stock of said consolidated Chicago, St. Paul and Fond du Lac Rail-Road Company, upon the holder or holders of said bonds or debts, surrendering to the proper officer of said company the said bonds or evidences of such indebtedness, and giving to said company a full receipt and acquittance for the said bonds or indebtedness so converted into stock.

Provided that no debts or bonds of said Rock River Valley Union Rail-road Company shall be converted into stock as aforesaid, until the same shall have been approved in writing by the said William B. Ogden, John H. Hicks and Charles C. Walden, or a majority of them.

And it is further mutually agreed between said parties hereto, that the said The Chicago, St. Paul and Fond du Lac Rail-Road Company, as hereby constituted, shall not, by any thing herein contained, nor by any act to be done by said company in execution hereof, be construed, deemed or taken to have assumed or to be liable for any of the debts of the said Rock River Valley Union Rail-Road Company, except to the extent and in the manner hereinbefore specially provided.

And it is further mutually agreed between the parties hereto, that the affairs of the said The Chicago, St. Paul and Fond du Lac Rail-Road Company shall be managed by a board of directors of not less than seven nor more than fifteen, with a secretary and such other officers, engineers, superintendents and agents as said board of directors shall from time to time elect or appoint; and said directors shall be chosen annually by the stockholders of said company, from among themselves, and shall hold their office until their successors are chosen.

And the election of directors shall be held the first Tuesday in October, or at such other time, and be held at such place, and conducted in such manner as the by-laws of said company shall direct.

But at all elections, each stockholder shall be entitled to one vote for every share of stock held by him.

And it is further agreed, that the seal of the said rail-road company shall be fixed by a by-law of the said The Chicago, St. Paul and Fond du Lac Rail-Road Company, and until the same is so fixed, the secretary of said company shall use his private seal as the seal of said company; and the seal so fixed may be altered at any time by said board of directors.

All the books, vouchers, records and other documents per-

taining to the business of said parties of the first and second parts, shall be placed in the office of the secretary of said consolidated company; and the same shall be kept, and, when necessary, completed by said secretary or his assistants.

And the said books, records and papers shall be deemed and taken, so far as necessary, as the records and books of said consolidated company; and said books, records, vouchers and papers shall be subject to the examination and inspection of all persons interested therein, who shall have the same access thereto as if the same had remained in the office of the original companies.

And it is further mutually agreed between the parties hereto, that the benefit of all contracts and agreements, which have been made and entered into by said Rock River Valley Union Rail-Road Company, with any and all other rail-road companies, whereby any lease, running contract or consolidation has been made or agreed upon, shall enure to and vest in said The Chicago, St. Paul and Fond du Lac Rail-Road Company, as fully and completely as the same has done or might or could do in the said Rock River Valley Union Rail-Road Company.

And it is further understood and agreed between the parties hereto, that said consolidated company shall be controlled and managed by the said boards of directors of the said party of the first and party of the second part acting, or a majority of them acting together, until the first annual election of directors for said consolidated company shall have taken place; and the said directors of said two original companies shall have power, while so acting, to do any and all acts which could or might be done by the regular elected board of directors of said consolidated company, and shall, as soon as may be after this instrument takes effect, elect a president, vice-president, secretary and treasurer, and executive committee of five.

And it is further understood and agreed, that these articles of consolidation shall take effect as soon as the same shall be duly executed by all the parties hereto.

And it is further understoood and agreed, that so much of

the capital stock of said The Chicago, St. Paul and Fond du Lac Rail-Road Company as is required for the purpose of substituting the same for the capital stock of said Illinois and Wisconsin Rail-Road Company, and of said Rock River Valley Union Rail-Road Company, which has been justly and properly issued, and is now extant, and also for the bonds and indebtedness of the said companies, as is hereinbefore provided, shall be issued by said The Chicago, St. Paul and Fond du Lac Rail-Road Company, under the advice and direction of the executive committee, as the said original stock certificates and bonds, or evidence of indebtedness, shall or may be from time to time presented to the said secretary, and surrendered to him, at his office; and that the balance of said capital stock may be issued, from time to time, in such manner, and made payable upon such terms and for such consideration as the board of directors shall deem proper.

And it is further agreed between the parties hereto, that in all cases in which subscriptions or agreements to subscribe for the stock of said Rock River Valley Union Rail-Road Company has been heretofore made by any person or persons, or any city, town, county or municipal corporation, and said subscriptions yet remain unpaid, either in whole or in part, the stock of said consolidated company may be issued to the said subscribers, city, town, county or corporation, in the same manner as said Rock River Valley Union Rail-Road Company would have been bound to issue its stock, had not this consolidation taken place.

In testimony whereof, the presidents and secretaries of the said parties of the first part and second parts have respectively set their hands, and affixed the [L. S.] corporate seals of the said Companies respectively, the day and year first above written.

The Illinois and Wisconsin Rail-Road Company, by W. B. Ogden, *President.*

Attest, A. S. Downs, *Sec'y.*

The Rock River Valley Union Rail-Road [L. S.] Company, by Charles Butler, *President.*

Attest, J. W. Currier, *Sec'y.*

We, the undersigned, being a majority of stockholders in interest of the Illinois and Wisconsin Rail-Road Company, and holding the number of shares set opposite our respective names, do approve of the terms of the consolidation of said company with the Rock River Valley Union Rail-Road Company, as agreed upon by the board of directors of the respective companies. And we do approve, assent and agree to the foregoing articles of consolidation, bearing date March 30th, 1855.

Names.	Residence.	Shares.
Daniel Elston,	Chicago, Ill.,	206
J. H. Johnson,	Woodstock, Ill.,	20
Mahlon D. Ogden,	Chicago, Ill.,	100
Geo. W. Gage,	" "	100
Bradley, Page & Co.,	" "	100
Strong, Page & Co.,	" "	1,230
James W. Hickok,	Burlington Vt.,	50
Charles Butler,	New-York,	500
Coffin & Haydock,	"	402
Daniel S. Miller,	"	457
Philip Dater,	"	201
Philip Dater & Co.,	"	116
E. B. Litchfield, Jr.,	"	98
Jos. W. Corlies,	"	104
Waterbury Bank, by A. S. Chase, Cashier,	Waterbury, N. Y.,	240
The Bank of Hartford County, by A. Gill, Pres.,	Hartford, Conn.,	792
Elisha Peck,	New-York,	52
Wm. H. Lyon & Co.,	"	20
Wm. Jarvis,	Middletown, Conn.,	170
The American Exchange Bank, by Geo. S. Coe, Cash.,	New-York,	1,336
Jas. R. H. Hotchkiss,	Hotchkissville, Conn.,	142
Metropolitan Bank, by J. E. Watkins, Vice-Pres.,	New-York,	295

EXHIBIT D.—Appointment of Agents.

Whereas it is represented to the bondholders, that the Rock River Valley Union Rail-Road Company of Wisconsin have become seriously embarrassed in their affairs, and are unable to pay their present current liabilities, or the interest coupons upon their mortgage bonds, many of which have matured and are now past due, and that many of the bondholders have applied to the Hon. Robert J. Walker, the trustee named in the deed of trust, immediately to proceed to foreclose said mortgage, in the manner provided for in said instrument, and that a very large sum of money has been expended in the construction of said road, which, owing to its present unfinished state, would now sell but for a small portion of its cost, and therefore cause great loss to the present holders of its securities, if it was summarily closed up; and whereas it is further represented to the undersigned, that influential and responsible parties, principally located along the line of said road, who will be benefited by its construction, have come forward and made a large conditional fresh subscription of eight hundred thousand dollars, or thereabouts, (sufficient to ensure its completion,) the same to be in full force and effect, provided the present mortgage bonds are surrendered previous to April 1st, 1855, and converted into stock, at par, in the present corporation, or in a new organization hereafter to be formed, in case said sale, as recommended, should be made by said trustee; in which event, it is further represented, the existing corporation would necessarily be forced into liquidation.

Now, therefore, we, the undersigned, holders of the first mortgage bonds of the said Rock River Valley Union Rail-Road Company, to the amount set opposite our respective names hereto, either as the owners of the same in fee, or as holders of the same as collateral, in trust or otherwise, hereby irrevocably constitute and appoint William B. Ogden, Esq., of Chicago, Illinois, and John H. Hicks, Esq., of New-York city, to be our agents and attorneys in fact, to act for us,

and in our name and stead, and clothe them with authority to attend any sale of the Rock River Valley Union Rail-Road, its appendages, appurtenances and effects, whenever the same shall be made under and by virtue of the said first mortgage thereon, given to secure the bonds of the undersigned, in common with others secured by said mortgage, and hereby authorize them, for us, and in our names, or in the names of either of them, or in the name of such party as we may hereafter appoint, to bid for and purchase at such sale the said road, if they shall think best so to do, together with its right of way, depots and depot grounds, and all its appurtenances, appendages and effects, including its rails, cars, tools, machinery, and all its lands, property and estate, real, personal or mixed, named in or secured by said mortgage; and our said agent or agents, acting for us in this behalf, at any such sale, may bid to such an amount, in their discretion, for the said property, as they shall think best and proper, but always upon the express understanding and condition that none of the undersigned shall be made, or in any way considered to be liable for any amount of money whatever, except as after mentioned, in regard to expenses for such bid or bids, or purchase by our said agent or agents aforesaid; but shall be liable only to convert the bonds set opposite our respective names hereto, and accrued interest thereon, into stock, after said sale.

We accordingly hereby, each for himself, and not one for the other, respectively agree that we will receive from our said agents or attorneys, or from other parties who may be authorized to issue the same, under the existing or any future organization which shall be made of said company, its road, property and interest, subsequent to and in pursuance of such sale and purchase by our said agents or attorneys as aforesaid, full paid stock of the same at par, to the full amount of the bonds set opposite our respective names hereto, and the interest thereon.

And we hereby further authorize our said attorneys, acting in this behalf, to issue or cause and obtain from the proper source and authority the issue of like stock at par, to any and

all other *bona fide* bondholders, stockholders and just creditors, at the time of the said sale of the Rock River Valley Union Rail-Road, to the full amount of their respective bonds and stock, and likewise for the full amount of all claims and demands, or to such lesser amount of the latter as they shall respectively deem them to be justly and equitably entitled to as creditors of said company, upon receiving from them respectively, in return, the surrender and cancelment of all such bonds, stocks, securities and demands.

In case any of such bondholders, not parties hereto, shall fail to agree to such surrender and conversion of their bonds into stock previous to said sale, it shall then be optional with our said agents or attorneys to give certificates of stock therefor, if applied for, in exchange for such bonds, or to pay to such bondholders their *pro rata* proportion of the proceeds of such sale, in cash.

Upon any purchase made by our agents or attorneys at such sale, under the mortgage aforesaid, they shall immediately report to us, or to those representing us, the cost of such purchase, and the portion and amount thereof required to be paid in money to other bondholders, secured by said mortgage and not parties hereto; and each of the undersigned bondholders respectively shall have the option to advance, *pro rata*, any money to be paid to said bondholders not parties hereto, in proportion as the number of bonds hereto subscribed by him shall bear to the whole number hereto subscribed, and stock to the amount of the bonds, and interest so retired and cancelled by the quota of money furnished by any party hereto, shall thereafter be issued to such party, in the same way as hereinbefore provided, on bonds hereto subscribed.

The payment being made by the bondholders parties hereto, to the bondholders not parties hereto, shall be at once, and without delay, and in the time required in which to make payment for the said purchase.

In case one of the parties hereto shall decline or fail to furnish his quota of money, promptly and in time to complete such purchase, the same agents or attorneys purchasing,

may furnish and pay the same for their own account and benefit, and stock shall thereafter be taken by them or their assigns, in like manner and to like amount as if such money had been furnished by a party or parties hereto.

The undersigned further agree, each for himself and not one for the other, to furnish his quota of the money necessary to defray the expenses and charges incurred in said sale and attendant upon the issue of stock, and the full carrying out of the arrangements herein proposed.

In witness whereof, witness the signatures of the undersigned, this 26th day of February, 1855.

		Bonds, $1,000 each.
Witness to Thompson & F., Geo. Hardy, 22 Queen-street, Cheapside, London.	Thompson & Foreman,	195
Witness to sig. J. B. Elin, James Bury, of 3 Abchurch Lane.	John B. Elin,	10
Witness to sig. of John Edw. Lohr, James Bury, as above.	John Edw. Lohr,	5
James Bury, as above.	Charles Jno. Plumer,	29
James Bury, as above.	H. R. Price & Pott,	2
James Bury, as above.	Thomas Clarke,	16
James Bury, as above.	Richard Watts,	2
Jas. Thompson, 7 Abchurch Lane.	Henry Pott,	2
James Meliorer, 56 Kingstreet, Jersey.	William Blackwell,	5
Edwin Wm. Ede, 54 North-street, Guilford.	Jane Moore Shrubb,	3
Joseph Thompson, 3 Abchurch Lane, London.	Hall Plumer,	8
Witness, J. W. Hickok.	Elisha Peck, of New-York,	103
Do.	Bradley & Company,	209
Do.	John Bradley,	34
	Total,	623

Bonds, of $1,000 each, making, in all,.....$623,000

Whereas it is represented to the bondholders, that the Rock River Valley Union Rail-Road Company, of Wisconsin, have become seriously embarrassed in their affairs, and are unable to pay their present current liabilities, or the interest coupons upon their mortgage bonds, many of which have matured and are now past due, and that many of the bondholders have applied to the Hon. Robert J. Walker, the trustee named in the deed of trust, immediately to proceed to foreclose said mortgage in the manner provided for in said instrument; and that a very large sum of money has been expended in the construction of said road, which, owing to its present unfinished state, would now sell but for a small portion of its cost, and therefore cause great loss to the present holders of its securities, if it was summarily closed up; and whereas it is further represented to the undersigned, that influential and responsible parties, principally located along the line of said road, who will be benefited by its construction, have come forward and made a large conditional fresh subscription of eight hundred thousand dollars, or thereabouts, (sufficient to ensure its completion,) the same to be in full force and effect, provided the present mortgage bonds are surrendered previous to April 1st, 1855, and converted into stock at par in the present corporation, or in a new organization hereafter to be formed, in case said sale, as recommended, should be made by said trustee; in which event, it is further represented, the existing corporation would necessarily be forced into liquidation.

Now, therefore, we, the undersigned, holders of the first mortgage bonds of the said Rock River Valley Union Rail-Road Company, to the amount set opposite our respective names hereto, either as the owners of the same in fee, or as holders of the same as collateral, in trust or otherwise, hereby irrevocably constitute and appoint William B. Ogden, Esq., of Chicago, Illinois, John H. Hicks, Esq., of New-York city, and Charles C. Walden, Esq., of New-York city, the survivors or survivor, to be our agents and attorneys in fact, to act for us, and in our name and stead, and clothe them with authority to attend any sale of the Rock River Valley Union

Rail-Road, its appendages, appurtenances and effects, whenever the same shall be made under and by virtue of the said first mortgage thereon, given to secure the bonds of the undersigned, in common with others secured by said mortgage, and hereby authorize them for us, and in our names, or in the names of either of them, or in the name of such party as we may hereafter appoint, to bid for and purchase, at such sale, the said road, if they shall think best so to do, together with its right of way, depots and depot grounds, and all its appurtenances, appendages and effects, including its rails, cars, tools, machinery, and all its lands, property and estate, real, personal or mixed, named in or secured by said mortgage; and our said agent or agents, acting for us in this behalf at any such sale, may bid to such an amount, in their discretion, for the said property, as they shall think best and proper, but always upon the express understanding and condition that none of the undersigned shall be made, or in any way construed to be liable for the amount of such bid or bids, or purchase by our said agent or agents aforesaid, to any extent exceeding the amount of the bonds set opposite our respective names hereto, and accrued interest to January 1, 1855.

We hereby, each for himself, and not one for the other, respectively agree that we will receive from our said agents or attorneys, or from other parties who may be authorized to issue the same, under the existing or any future organization which shall be made of said company, its road, property and interest subsequent to and in pursuance of such sale and purchase by our said agents or attorneys as aforesaid, the survivors or survivor, full paid stock of the same at par, to the full amount of the bonds set opposite our respective names hereto, and the interest thereon.

And we hereby further authorize our said attorneys acting in this behalf to issue, or cause and obtain from the proper source and authority the issue of like stock at par, to any and all other *bona fide* bondholders, stockholders and just creditors, at the time of the said sale of the Rock River Valley Union Rail-Road, to the full amount of their respective bonds

and stock, and likewise for the full amount of all claims and demands, or to such lesser amount of the latter as they shall respectively deem them to be justly and equitably entitled to as creditors of said company, upon receiving from them respectively, in return, the surrender and cancelment of all such bonds, stocks and demands.

And the better to protect all parties who, in aid of said Rock River Valley Union Rail-Road Company, have heretofore become *bona fide* endorsers or sureties, in good faith, of the unpaid liabilities of said company, it is further agreed, that in all cases where such endorser or surety shall surrender all the bonds, stocks or other collaterals of said company, or in which said company is interested, and which have been pledged for the payment of such obligations, or cause the same to be surrendered to our said agents or attorneys acting for us, before the sale under said mortgage above referred to, our said agents or attorneys are authorized and required, under the new organization of said road and property, after such sale, to issue, or cause or obtain to be issued to the proper parties, stock of the same, to the amount of bonds thus surrendered as collateral to their debt connected with such endorsement, together with new bonds of said company, under and immediately after such new organization, for the amount of such debt, payable in not less than twelve nor more than twenty-four months from the date thereof, with seven per cent. interest per annum, payable semi-annually; and upon the payment of said bond and interest, the above-mentioned stock shall be re-delivered to said company; which stock thus issued as collateral, shall be deposited in the custody of the cashier of the Metropolitan Bank, in the city of New-York, there to remain until the expiration of the time of payment fixed in said new bonds; and so far as said new bonds, or any portion, may then remain unpaid, said stock, or so much thereof as may be necessary, shall be sold at public auction, in the city of New-York, on thirty days' previous notice, on demand, by said bondholders respectively—the proceeds to be applied towards the payment of said bonds, and any surplus to be paid over to said agents for said com-

pany; but should there be any deficiency, said bonds, to the extent of such deficiency, shall remain as a debt against said company.

In case any of said bondholders, not parties hereto, shall fail to agree to such surrender and conversion of their bonds into stock previous to said sale, it shall then be optional with our said agents or attorneys to give certificates of stock therefor, if applied for, in exchange for such bonds, or to pay to such bondholders their *pro rata* proportion of the proceeds of such sale, in cash.

Upon any purchase made by our agents or attorneys, at such sale, under the mortgage aforesaid, they shall immediately report to us, or to those representing us, the cost of such purchase, and the portion and amount thereof required to be paid in money to other bondholders, secured by said mortgage, and not parties hereto; and each of the undersigned bondholders, respectively for himself, and not jointly with others, reserves the right at once, and without delay, and in the time specified, to make payment for such purchase, to furnish his respective quota of such money so required to be paid said bondholders, in proportion as the number of bonds hereto subscribed by him shall bear to the whole number hereto subscribed; and stock to the amount of the bonds, and interest so retired and cancelled by the quota of money furnished by any party hereto, shall thereafter be issued to such party, in the same way as hereinbefore provided, on bonds hereto subscribed.

In case one or more of the parties hereto shall decline or fail to furnish his quota of money promptly and in time to complete such purchase, the same agents or attorneys purchasing may furnish and pay the same for their own account and benefit, and stock shall thereafter be taken by them or their assigns, in like manner and to like amount as if such money had been furnished by a party or parties hereto.

The undersigned further agree, each for himself, and not one for the other, to furnish his quota of the money necessary to defray the expenses and charges incurred in said sale, and attendant upon the issue of stock, and the full carrying out of the arrangements herein proposed.

In testimony whereof, witness the signatures of the undersigned, this 31st day of January, 1855.

Witnesses.	Signatures of Holders.	No. of Bonds.	Am'ts.
J. W. Currier,	Bradley & Co.,.....	243	243,000
Do.	Woodbury Bank, by Daniel Curtis, Pres't,.....	60	60,000
J. R. Young,	Richard Pitts, Boston, by J. W. Currier, Att'y,.....	18	18,000
Do.	Adolphus Davis, by W. W. Alty,.....	1	1,000
Do.	Allen & Anderson, by Ward, Brothers & Co.,.....	42	42,000
Do.	F. S. Corwith, by Ward, Brothers & Co.,.....	18	18,000
J. W. Currier,	R. J. Walker,.....	106	106,000
J. B. Doe,	A. Hyatt Smith,.....	30	30,000
J. W. Currier,	J. Bodwell Doe,.....	2	2,000
Do.	J. W. Hull,.....	8	8,000
Do.	Waterbury Bank, by J. P. Elton, Pres't,.....	9	9,000
Do.	Orange Bank, N. J., by W. H. Vermilye, Cash'r,.....	20	20,000
Do.	American Car. Co., T. Dwight, Pres't,.....	25	25,000
Do.	Raymond & Fullerton,.....	15	15,000
	Talcott & Co.,.....	3	3,000
	Total,.....	600	$600,000

APPOINTMENT OF DIRECTORS OF THE ROCK RIVER VALLEY UNION RAIL-ROAD COMPANY BY PURCHASERS.

Whereas the undersigned, as agents for the bondholders of the Rock River Valley Union Rail-Road have, at public sale, at Janesville, on the 24th March, 1855, purchased the said Rock River Valley Union Rail-Road, together with all property and effects, real, personal or mixed:

And whereas, by a recent act of the legislature of the State

of Wisconsin, the said purchasers are authorized and empowered to continue the present (viz., at the date of the passage of said act) board of directors of the said Rock River Valley Union Rail-Road Company in office as directors, and to confer on them the power to control and manage the said rail-road property and effects purchased at said sale, and to exercise the franchise of said rail-road as granted by charter:

Now, therefore, we, the undersigned purchasers, (as agents as aforesaid,) in so far as the power so to do is conferred on us by law, do hereby authorize the said board of directors, viz.,

Wm. B. Ogden,	of Chicago,
Henry Smith,	do.
Daniel Brainard,	do.
Charles Butler,	of New-York.
J. W. Hickok,	of Burlington, Vt.
Wm. Jarvis,	of Middletown, Ct.
John Wooster,	of Boston,
J. B. Doe,	of Janesville, Wis.,
J. A. Wood,	do. do.
L. P. Harvey,	of Shopiere, do.
Milo Jones,	of Ft. Atkinson, do.
Alonzo Wing,	of Jefferson, do.
D. Lovejoy,	of Cooktown, do.
A. G. Butler,	of Fond du Lac, do.
George P. Delaplaine,	of Madison, do.

to control and manage the said rail-road property and franchises purchased by us at said public sale, and to exercise severally and jointly the office and all the power of directors in respect to the said rail-road property and franchise so by us purchased at said sale, in as full a manner as the said board of directors have heretofore been authorized by charter severally and jointly to exercise the office and powers of directors of the said Rock River Valley Union Rail-Road Company.

In testimony of the above, we have hereto affixed our hands and seals, this 24th day of March, A. D., 1855.

(Signed,)	W. B. Ogden,	[L. S.]
"	John H. Hicks,	[L. S.]
"	C. C. Walden.	[L. S.]

WE HEREBY CERTIFY, that the ILLINOIS AND WISCONSIN RAIL-ROAD COMPANY of the State of Illinois, and the ROCK RIVER VALLEY UNION RAIL-ROAD COMPANY, of the State of Wisconsin, have been consolidated together into one company and corporation, under the name of THE CHICAGO, ST. PAUL AND FOND DU LAC RAIL-ROAD COMPANY, pursuant to the laws of the said States of Illinois and Wisconsin.

New-York, April 30th, 1855.

W. B. OGDEN,
President of the Chicago, St. Paul and Fond du Lac Rail-Road Company.

Attest,
[L. S.] J. W. CURRIER,
Secretary Chicago, St. Paul and Fond du Lac R. R. Co.

State, City and County of New-York, ss.:—On this 28th day of June, 1855, before me, a notary public and commissioner of deeds, in and for said state and county, and a commissioner appointed by the Governor of Wisconsin to take testimony, acknowledgments, &c., for Wisconsin, personally appeared William B. Ogden, to me personally known to be the same person described in and who executed the foregoing instrument, who being by me duly sworn, said, that he resides at Chicago, Illinois; that he is the president of the Chicago, St. Paul and Fond du Lac Rail-Road Company; that the seal affixed to the foregoing instrument is the common seal of the said company, and was affixed thereto by their authority; and that he as president, and Joseph W. Currier as secretary of said company, subscribed their names thereto by the like authority; and that said Currier is the secretary of said company. It is executed and proved in due form of law.

Witness my hand and seals of office, as such notary and commissioner.

[L. S.] JOHN BISSELL,
Notary Public and Commissioner of Deeds.

[L. S.] JOHN BISSELL,
Commissioner for Wisconsin.

AUTHORITY TO TRUSTEE TO CONVEY THE ROCK RIVER VALLEY UNION RAIL-ROAD TO THE CHICAGO, ST. PAUL AND FOND DU LAC RAIL-ROAD COMPANY.

New-York, July 7th, 1855.

Wm. Allen Butler, Esq., Trustee:

Sir,—Whereas under laws enacted for that purpose by the legislatures of the States of Illinois and Wisconsin, all the rail-road property, franchises and appurtenances of the Rock River Valley Union Rail-Road Company which were embraced in the mortgage executed by said company to R. J. Walker, trustee, under date of Sept. 9th, 1851, have been consolidated with the Illinois and Wisconsin Rail-Road Company into one corporation, under the name and style of the Chicago, St. Paul and Fond du Lac Rail-Road Company, by contract of the respective boards of directors of said companies, duly authorized by the consent of a majority of the stockholders of both said companies; and whereas further, the holders (*bona fide*) of a large majority of the bonds of the said Rock River Valley Union Rail-Road Company, secured by the aforesaid mortgage to R. J. Walker, trustee, have, since the sale of the property embraced in the said mortgage by yourself, as trustee, at Janesville, Wisconsin, on the 24th March, 1855, in writing, approved, ratified and confirmed the aforesaid consolidation, and have, in anticipation of the transfer of the said mortgaged premises to the said consolidated corporation, exchanged their bonds for shares of the capital stock of the said new corporation:

And whereas it is provided in the said articles of consolidation, that stock of the consolidated company shall be issued to all the *bona fide* bondholders and just creditors of said Rock River Valley Union Rail-Road Company, (who were such at the time of said sale,) for such amount as shall be certified by us, or a majority of us to be justly their due:

And whereas a majority in amount of the *bona fide* creditors of the said Rock River Valley Union Rail-Road Company, (so far as known or believed to exist,) as well as a

majority of the bondholders of said company, have already accepted, in discharge of their claims against said company, shares of the capital stock of the said new corporation, now, therefore, in consideration of the premises aforesaid, we do hereby request you to convey to the said Chicago, St. Paul and Fond du Lac Rail-Road Company, all the rail-road property, appurtenances and franchises of the said Rock River Valley Union Rail-Road Company, purchased by us as agents of you, as trustee, at Janesville, Wisconsin, on the 24th March last, at the public sale under the mortgage aforesaid, such conveyance being in accordance with the object and interest of those we represented, and of all the *bona fide* bondholders and creditors of the said Rock River Valley Union Rail-Road Company, and necessary for their protection.

Yours respectfully,

(Signed,) W. B. Ogden, } *Agents for Bondholders.*
" John H. Hicks, }
" C. C. Walden, }

TRUSTEE'S DEED TO THE CHICAGO, ST. PAUL AND FOND DU LAC RAIL-ROAD COMPANY.

This Indenture, made this twenty-seventh day of July, in the year of our Lord one thousand eight hundred and fifty-five, between William Allen Butler, of the City of New-York, in the State of New York, counsellor at law, party of the first part, and The Chicago, St. Paul and Fond du Lac Rail-Road Company, a corporation existing under and by virtue of the laws of the States of Wisconsin and Illinois, parties of the second part, witnesseth, that whereas the Rock River Valley Union Rail-Road Company, a corporation heretofore created and existing in the said State of Wisconsin, under and by virtue of an act of the Senate and Assembly of said State of Wisconsin, entitled "An act to incorporate the Madison and Beloit Rail-Road Company," approved by the governor of said State of Wisconsin, on the

nineteenth day of August, A. D., 1848; and also by virtue of another act of said Senate and Assembly, entitled "An act to amend an act, entitled an act to incorporate the Madison and Beloit Rail-Road Company," approved by the said governor on the ninth day of February, A. D., 1850; and also by virtue of another act of said Senate and Assembly, entitled "An act to amend the charter of the Rock River Valley Union Rail-Road Company," approved by said governor on the eleventh day of March, A. D., 1851, did on or about the ninth day of September, A. D., 1851, cause to be made and executed and delivered to Robert J. Walker, then of the City of Washington and District of Columbia, its indenture of mortgage bearing date on said ninth day of September, whereby said Rock River Valley Union Rail-Road Company granted, bargained, sold, aliened, enfeoffed and confirmed to the said Robert J. Walker, and to his successors and assigns for ever, all that part of the line of the rail-road of the said Rock River Valley Union Rail-Road Company, from Fond du Lac, on the Lake Winnebago, in the State of Wisconsin, through Watertown, Jefferson, Fort Atkinson and Janesville to the southern boundary of the State of Wisconsin, at the point of junction of the said Rock River Valley Union Rail-Road with the Illinois and Wisconsin Rail-Road, together with all and singular the appurtenances, hereditaments, franchises, property, right of way, road, iron rails, turn-outs, spikes, chairs, engines, tenders, cars, rolling-stock and equipments, depots, station-houses, machine-shops and all the other property, movable and immovable, attached to or in any way connected with the said part of said road above designated. To have and to hold the same, and every part thereof, whether movable or immovable, real, personal or mixed, to the said Robert J. Walker, his successors and assigns for ever, upon the following trusts, to wit: To have and to hold the same as security for the payment to the holders of one thousand two hundred (1,200) bonds, numbered from one to one thousand two hundred inclusive, or such lower number as might make said bonds only equivalent in amount to one-half the cost of said road and property

before referred to, and never to exceed one-half of said cost; and also never to exceed one thousand two hundred bonds, of one thousand dollars each, dated on the ninth day of September, A. D., 1851, and payable to the bearer on the first day of January, A. D., 1872, with seven per cent. interest thereon from the first day of January, A. D., 1852, payable semi-annually, on the first day of each July and January thereafter, until the principal sum should be paid, on the presentation of the interest warrants.

And in case the said Rock River Valley Union Rail-Road Company should fail to make the said payments of principal and interest at the time or times when the same should severally become due, then the said Robert J. Walker might, in default of the payment of said principal and interest, sell and dispose of the said road and other property named and described in said indenture of mortgage, to the best advantage of the said Rock River Valley Union Rail-Road Company; and the said holders of said bonds, on such public notice, by advertisement in some newspaper printed in said State of Wisconsin, for a period of sixty days, as the said Robert J. Walker should select; and that out of the proceeds of said sale, said Robert J. Walker should pay off said bonds, as far as practicable, and pay the surplus arising from such sale, if any there should be, to the said Rock River Valley Union Rail-Road Company.

And whereas it was further agreed and provided in and by said indenture of mortgage, that in case default should be made at any time in the payment of the interest of said bonds, for ninety days after the same should become due, then the holders of said bonds, or any of them, might, at their option, declare the whole of the principal therein named due and payable on demand; and such proceeding might thereupon be had, as though the whole time mentioned in said bond had expired or terminated. And whereas it was further agreed and provided, in and by said indenture of mortgage, that a majority in interest of the holders of the said bonds, might at any time by written agreement, constitute and appoint any other person as trustee in place of said Robert J.

Walker, in which case said grant should operate in favor of said person, to the same extent as said indenture of mortgage operated in favor of said Robert J. Walker; and the said person thus named by a majority of the bondholders as aforesaid, should possess all the powers, rights, privileges and estate vested by said instrument in the said Robert J. Walker, and should become his successor to all intents and purposes whatsoever. And whereas said Rock River Valley Union Rail-Road Company did, after the execution and delivery of said indenture of mortgage, proceed to issue and sell the bonds provided for and described in said instrument, to the amount of four hundred and upwards of said bonds: And whereas, after the issuing and sale of said bonds by said company, default for upwards of ninety days was made by said company in the payment of the interest which became due on the first day of July, A. D., 1854, upon said bonds so issued and held against said company: And whereas, after said defaults being made as aforesaid by said Rock River Valley Union Rail-Road Company in the payment of said interest, the holders of said bonds so issued by said company and described in said indenture of mortgage, and upon which default had been made in the payment of the interest due thereon as aforesaid, did declare the whole principal named in said bonds due and payable on demand: And whereas, after the said default in the payment of said interest, and after the whole principal sum contained in said bonds had been declared due, said Robert J. Walker, pursuant to the power and authority in him vested, under and by virtue of said indenture of mortgage, proceeded to advertise all and singular the property described in and conveyed to him by said indenture of mortgage, to be sold at public auction, at the court-house, in the city of Janesville, in the State of Wisconsin, on the twenty-fourth day of March, A. D., 1855, between the hours of nine and twelve o'clock in the forenoon of said day; which said advertisement was in the words and figures following, to wit, and which said advertisement was published for a space of upwards of sixty days immediately preceding said day fixed for said sale, in the

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"Democratic Standard" and "Janesville Gazette," two public newspapers published in the city of Janesville, in said State of Wisconsin: And whereas, after the publication of said advertisement, but before the time fixed for said sale, a majority in interest of the holders of said bonds, by their written agreement, constituted and appointed the said William Allen Butler, the party of the first part to this instrument, as trustee in said indentnre of mortgage, in the place of said Robert J. Walker, and the said William Allen Butler accepted the said trust: And whereas, on the said twenty-fourth day of March, A. D., 1855, at the court-house, in said city of Janesville, between the said hours of nine and twelve in the forenoon, said William Allen Butler, in his capacity of trustee in said indenture of mortgage, under and by virtue of said appointment, did, in the presence of the said Robert J. Walker, and with his full assent, approbation and concurrence, then and there by him publicly expressed and declared, proceed to offer for sale at public auction all and singular the said property and franchises of the said Rock River Valley Union Rail-Road Company, embraced and described in said indenture of mortgage; and at said sale, William B. Ogden, John H. Hicks and Charles C. Walden, as agents for the holders of said bonds to the number of nine hundred and eighty, (the said Ogden and Hicks being agents for the holders of said bonds to the number of six hundred and twenty-three, and the said Ogden, Hicks and Walden being agents for other holders of said bonds to the number of three hundred and fifty-seven,) bid for the whole of said property and franchises so offered for sale the sum of twenty thousand (20,000) dollars, which sum being the highest and best bid for said property and franchises, and they being the highest bidders therefor, the same were then and there struck off and sold to the said Ogden, Hicks and Walden, as agents as aforesaid: And whereas, the instruments executed by the said bondholders, whereby the said William B. Ogden, John H. Hicks and Charles C. Walden were so as aforesaid appointed such agents of said bondholders, expressly contemplated as one of the consequences of the sale of the said

rail-road property and franchises, under said mortgage, and provided for the conversion of the said bonds into stock of the said corporation, or of a new organization, should one thereafter be formed: And whereas, in and by an act of the legislature of the State of Wisconsin, entitled "An act to authorize the rail-road companies therein named to consolidate their capital stock," approved on the tenth day of March, 1855, and which said act took effect on said last mentioned day, the said Rock River Valley Union Rail-Road Company and the Illinois and Wisconsin Rail-Road Company, in the State of Illinois, were authorized and empowered to consolidate the capital stock of the said two companies, and to make the said two companies one, in the manner provided in said act: And whereas it was in and by the said last mentioned act, among other things, provided, that the board of directors of the said two companies respectively might complete the said consolidation by contract, and that in the event of the sale of the railway, depot grounds, franchises and property of the said Rock River Valley Union Rail-Road Company, under any mortgage in existence at the time the said act took effect, and being an encumbrance thereon, the same rights, franchises and immunities should accrue, enure and pass to the purchasers and their associates under said sale, that were granted to the said company under the laws of the said State of Wisconsin, and that the said consolidation might be made as well after said sale as before, and that the board of directors of the said company, with the consent of the said purchasers, might remain and direct the affairs and control the property of the said company after the said sale, until the time fixed by law for the next election of directors, or until the consolidation should take place, the same as though the said sale had not been made. And whereas, under and in pursuance of the said last mentioned act, the said William B. Ogden, John H. Hicks and Charles C. Walden did, after the said sale, and on the twenty-fourth day of March, 1855, by instrument in writing, under their hands and seals, duly executed and delivered, authorize the board of directors of the said Rock River Valley Union Rail-Road Company to remain

and direct the affairs and control the property of the said company, and to exercise severally and jointly the office and all the powers of directors in respect to the said Rock River Valley Union Rail-Road Company, property and franchises, so by them purchased at said sale, in as full manner as the said board of directors had theretofore been authorized by charter, severally and jointly, to exercise the office and powers of directors of the said company: And whereas afterwards, the said board of directors, under and in pursuance of the said last mentioned consent and authority, and under and in pursuance of the said last mentioned act of the legislature of the State of Wisconsin, and in the manner therein prescribed, did, with the board of directors of the said Illinois and Wisconsin Rail-Road Company, on the 31st day of March, 1855, complete the said consolidation by contract and articles of consolidation, duly made and entered into by the said two companies respectively; whereby, and by virtue whereof, and of the said act of the legislature of the State of Wisconsin, the said two companies have become one company, under the name of The Chicago, St. Paul and Fond du Lac Rail-Road Company: And whereas in and by the said articles of consolidation it is, among other things, expressly provided, that all the bonds which had theretofore been properly and justly issued by the said Rock River Valley Union Rail-Road Company, and also all just and *bona fide* debts which were owing by said company, might be converted into the stock of said consolidated Chicago, St. Paul and Fond du Lac Rail-Road Company, upon the holder or holders surrendering to the proper officer of said Chicago, St. Paul and Fond du Lac Rail-Road Company a full receipt and acquittance for the said bonds or indebtedness so converted into stock; provided, that no debts or bonds of said Rock River Valley Union Rail-Road Company should be converted into stock as aforesaid, until the same should have been approved in writing by the said William B. Ogden, John H. Hicks and Charles C. Walden, or a majority of them: And whereas copies of the said articles of consolidation have been duly filed in the office of the Secretary of State of the States of

Wisconsin and Illinois, as required by the said act of the legislature of the State of Wisconsin, and all the acts and things required in and by the said act to be done and performed in and about the said consolidation, and in order to complete the same, have been done and performed: And whereas, by means of the premises aforesaid, the said Chicago, St. Paul and Fond du Lac Rail-Road Company, the parties of the second part hereto, subject to the provision aforesaid, for the issuing of its stock to the bondholders and creditors of said Rock River Valley Union Rail-Road Company, and to all the rights of the said bondholders, and creditors resulting therefrom, have become actually possessed of and entitled to the rail-road property and franchises so struck off, and sold by the said William Allen Butler, the party of the first part hereto, as trustee as aforesaid, to the said William B. Ogden, John H. Hicks and Charles C. Walden, as agents as aforesaid, and are entitled to have the same, subject as aforesaid, conveyed to them, the said parties of the second part, by the said party of the first part, in the same manner and with like effect as the said Ogden, Hicks and Walden would otherwise have been entitled to have the same conveyed to them, had not the said consolidation, in manner and form aforesaid, been agreed on and consummated:

Now, therefore, in consideration of the premises, and of the said sum of twenty thousand (20,000) dollars, to him in hand paid by said parties of the second part, the said party of the first part doth hereby grant, bargain, sell, assign, transfer, alien and confirm unto said parties of the second part, and their successors and assigns forever, all the property and franchises of every name and nature described and embraced in said indenture of mortgage, to wit: All that part of the line of the rail-road of said Rock River Valley Union Rail-Road Company, from Fond du Lac, on Lake Winnebago, in the State of Wisconsin, through Watertown, Jefferson, Fort Atkinson and Janesville, to the southern boundary of the State of Wisconsin, at the point of junction of the said Rock River Valley Union Rail-Road with the Illinois and Wisconsin Rail-Road, together with all and singular the appurtenances, heredita-

ments, franchises, property, right of way, road, iron rails, turn-outs, spikes, chairs, engines, tenders, cars, rolling stock and equipments, depots, station-houses, machine shops, and all the property, movable and immovable, of said company, attached to or in any way connected with said part of the said road above designated, to have and to hold the same and every part thereof, whether movable, immovable, real, personal or mixed, to the said party of the second part, their successors and assigns forever, subject, however, to the provision in the aforesaid articles of consolidation contained for the issuing of the stock of said Chicago, St. Paul and Fond du Lac Rail-Road Company, the said parties of the second part, to the bondholders and creditors of the said Rock River Valley Union Rail-Road Company, hereinbefore recited, and to all the rights of the said bondholders and creditors therefrom resulting, as fully and completely as said party of the first part, by virtue of said indenture of mortgage, and by virtue of his said appointment as trustee aforesaid, can sell and convey the said property, effects and franchises, and not otherwise.

In witness whereof, said party of the first part hath hereunto affixed his hand and seal, the day and year aforesaid.

WILLIAM ALLEN BUTLER. [L. S.]

Signed, sealed and delivered in presence of

J. W. CURRIER,
S. H. FLEETWOOD.

City, County and State of New-York, ss:—Be it remembered, that on this twenty-seventh day of July, A. D., 1855, before me, a commissioner in and for said State, appointed by the Governor of the State of Wisconsin to take acknowledgments of deeds or other conveyances, or leases, and of any contract, letter of attorney or other writing, under seal or not, administer oaths and take and certify depositions to be used or recorded in the said State of Wisconsin, appeared William Allen Butler, to me personally known, who acknowl-

edged having executed the foregoing instrument freely, for the purpose therein stated.

Given under my hand and official seal, this 27th day [L. S.] of July, A. D., 1855.

J. W. CURRIER,
Commissioner for Wisconsin.

Whereas WILLIAM B. OGDEN, JOHN H. HICKS and CHARLES C. WALDEN were heretofore appointed agents of sundry bondholders of the Rock River Valley Union Rail-Road Company, with authority to purchase said road at a sale thereof, at Janesville, Wisconsin, on the 24th day of March, A. D. 1855, under the mortgage executed to R. J. WALKER, trustee, and his successors, September 9th, 1851, and did purchase at said sale the aforesaid road: And whereas further, William Allen Butler, successor to said R. J. Walker, in said trust, has, at our request, since the said sale, conveyed the said road and appurtenances, so purchased by us, as agents as aforesaid, to the Chicago, St. Paul and Fond du Lac Rail-Road Company, subject, as therein provided, to certain conditions as to the issue of stock, to the stockholders, bondholders and *bona fide* creditors of the Rock River Valley Union Rail-Road Company, as contained in the articles of consolidation of the said last named company with the Illinois and Wisconsin Rail-Road Company, constituting the said Chicago, St. Paul and Fond du Lac Rail-Road Company:

Now, therefore, we, the undersigned, William B. Ogden, John H. Hicks and Charles C. Walden, in consideration of the premises, and of the sum of one dollar to us in hand paid by the said The Chicago, St. Paul and Fond du Lac Rail-Road Company, do hereby ratify, confirm and approve of the aforesaid conveyance, executed by the said William Allen Butler to the said consolidated company above named; and we do hereby, each for himself, release, quitclaim, assign, transfer and convey to the Chicago, St. Paul

and Fond du Lac Rail-Road Company, and their successors and assigns for ever, all and singular, our right, title and interest at law or in equity, in and to the said Rock River Valley Union Rail-Road, or its appurtenances, and every part thereof, so purchased by us on the twenty-fourth day of March, 1855; and we do hereby ratify and approve of the consolidation of the said Rock River Valley Union Rail-Road Company with the Illinois and Wisconsin Rail-Road Company, in as full and ample a manner as we might or could do; and the said Robert J. Walker, former trustee, hereby assents to and approves of all and singular said proceedings by the execution of these presents.

In witness whereof, all the parties hereto have subscribed their hands and seals, this twenty-ninth day of August, in the year 1855.

W. B. Ogden, [seal.]
John H. Hicks, [seal.]
C. C. Walden, [seal.]
R. J. Walker. [seal.]

Sealed and delivered in presence of

J. W. Currier.

City, County and State of New-York, ss:—Be it remembered, that on this twenty-ninth day of August, 1855, before me, a commissioner in and for said State, appointed by the Governor of the State of Wisconsin to take the acknowledgments and proof of the execution of deeds or other conveyances or leases, and of any contract, letter of attorney or other writing, under seal or not, administer oaths and take and certify depositions to be used or recorded in the said State of Wisconsin, appeared William B. Ogden, John H. Hicks, Charles C. Walden and Robert J. Walker, to me personally known, who acknowledged that they executed the foregoing instrument freely, for the purpose therein stated.

Given under my hand and official seal, this 29th day
[L. S.] of August, 1855.

J. W. Currier,
Commissioner for Wisconsin.

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